

File No. 250611

Committee Item No. 6

Board Item No. 21

## COMMITTEE/BOARD OF SUPERVISORS

### AGENDA PACKET CONTENTS LIST

Committee: Budget and Appropriations Committee Date June 11, 2025

Board of Supervisors Meeting Date July 8, 2025

#### Cmte Board

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| <input type="checkbox"/>            | <input type="checkbox"/>            | Motion  |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Resolution                                    |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Ordinance                                     |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Legislative Digest                            |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Budget and Legislative Analyst Report         |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Youth Commission Report                       |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Introduction Form                             |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Department/Agency Cover Letter and/or Report  |
|                                     |                                     | • Exhibit A - OCII FY2025-2026 Interim Budget |
|                                     |                                     | • Mayor's Submission Letter 5/30/2025         |
| <input type="checkbox"/>            | <input type="checkbox"/>            | MOU   |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Grant Information Form                        |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Grant Budget                                  |
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| <input type="checkbox"/>            | <input type="checkbox"/>            | Contract/Agreement                            |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Form 126 – Ethics Commission                  |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Award Letter                                  |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Application                                   |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Public Correspondence                         |

#### OTHER (Use back side if additional space is needed)

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| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <u>MYR Trailing Legislation List</u>                        |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <u>CII Oversight Board Resolution No. 01-2025 4/11/2025</u> |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <u>CII Commission Resolution No. 04-2025 4/15/2025</u>      |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <u>OCII Presentation 6/11/2025</u>                          |
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Completed by: Brent Jalipa Date June 5, 2025

Completed by: Brent Jalipa Date July 3, 2025

1 [Office of Community Investment and Infrastructure, Operating as Successor Agency to the  
2 San Francisco Redevelopment Agency, FY2025-2026 Budget - Issuance of Bonds - Not to  
3 Exceed \$223,000,000]

4 **Resolution approving the Fiscal Year (FY) 2025-2026 Budget of the Office of**  
5 **Community Investment and Infrastructure operating as the Successor Agency to the**  
6 **San Francisco Redevelopment Agency (“OCII” or “Successor Agency”); and approving**  
7 **the Issuance by OCII of bonds in an aggregate principal amount not to exceed**  
8 **\$223,000,000 for the purpose of financing a portion of OCII’s enforceable obligations.**

9  
10 WHEREAS, The Successor Agency to the Redevelopment Agency of the City and  
11 County of San Francisco, commonly known as the Office of Community Investment and  
12 Infrastructure (“OCII”), is implementing enforceable obligations of the Redevelopment Agency  
13 of the City and County of San Francisco (“Former Agency”) in accordance with the  
14 Community Redevelopment Law, California Health and Safety Code, Sections 33000 et seq.,  
15 as amended by the Redevelopment Dissolution Law, California Health and Safety Code,  
16 Sections 34170 et seq. (the “Law”), and with San Francisco City and County Board of  
17 Supervisors (“Board of Supervisors”) Ordinance No. 215-12 (Oct. 4, 2012); and

18 WHEREAS, OCII is a legal entity separate from the City and County of San Francisco  
19 (“City”) and the Board of Supervisors approves OCII’s annual budget in accordance with  
20 California Health and Safety Code, Section 33606 and Ordinance No. 215-12; and

21 WHEREAS, The Law requires OCII to receive approval from the Oversight Board of the  
22 City and County of San Francisco (“Oversight Board”) for its expenditures from the  
23 Redevelopment Property Tax Trust Fund (RPTTF), which consists of property tax increment  
24 generated from current and former redevelopment project areas; these expenditures are listed  
25 in the Recognized Obligation Payment Schedules (“ROPS”), which covers 12-month fiscal

1 periods; on January 30, 2025, the Oversight Board approved, by Resolution 01-2025, the  
2 ROPS for July 1, 2025, to June 30, 2026 (“ROPS 25-26”), which the California Department of  
3 Finance (“DOF”) approved on April 11, 2025; the ROPS lists, among other things, OCII’s total  
4 outstanding debts or obligations and its expenditures for fiscal year 2025-2026; and

5 WHEREAS, The Law and Ordinance No. 215-12 authorize the Successor Agency  
6 Commission (commonly known as the Commission on Community Investment and  
7 Infrastructure) to issue bonds to carry out enforceable obligations, subject to approval of the  
8 Oversight Board and DOF; and

9 WHEREAS, Consistent with the expenditures approved in the ROPS, the Successor  
10 Agency Commission approved, by Resolution No. 04-2025 (April 15, 2025), its annual budget  
11 for Fiscal Year (“FY”) 2025-2026 (the “Budget”) and authorized the Executive Director to  
12 submit the Budget for review and approval to the Mayor and the Board of Supervisors; and

13 WHEREAS, OCII proposes to issue bonds to finance, in FY2025-2026, a portion of its  
14 enforceable obligations, but has not yet received approval from the Oversight Board and DOF  
15 for this bond financing; and

16 WHEREAS, The Budget may require OCII to enter into loans and/or to issue, or to  
17 cause to be loaned and/or issued on its behalf by a public finance authority, bonds, notes, or  
18 other evidence of indebtedness (such loans, bonds, notes or other evidence of indebtedness  
19 being referred to as the “Bonds”) in an aggregate principal amount not to exceed  
20 \$223,000,000, which will be repaid from and secured by the taxes allocated to and paid to  
21 OCII pursuant to the Law and to Section 16 of Article XVI of the California Constitution; and

22 WHEREAS, OCII hereby requests that the Board of Supervisors grant conditional  
23 approval for the issuance of the Bonds, subject to subsequent approval by the Successor  
24 Agency Commission, the Oversight Board and DOF; and

25

1           WHEREAS, The Former Agency and the City entered into Tax Increment Allocation  
2 Pledge Agreements for each of the Redevelopment Project Areas in Mission Bay North  
3 (Board of Supervisors Resolution No. 884-98 (Oct. 30, 1998); Agency Resolution No. 188-98  
4 (Sep. 17, 2998)) and Mission Bay South (Board of Supervisors Resolution No. 887-98 (Nov.  
5 2, 1998); Agency Resolution No. 193-98 (Sept. 17, 1998)) (together the “Mission Bay  
6 Pledges”) for the purpose of irrevocably pledging net available tax increment from these areas  
7 to pay for the costs of public infrastructure and affordable housing required in Mission Bay  
8 North and Mission Bay South Project Areas; and

9           WHEREAS, The Former Agency, the City, and the Transbay Joint Powers Authority  
10 (“TJPA”) entered into the Transbay Redevelopment Project Tax Increment Allocation and  
11 Sales Proceeds Pledge Agreement (Board of Supervisors Ordinance No. 99-06 (May 19,  
12 2006); Agency Resolution No. 13-2005 (Jan. 25, 2005)) for the purpose of irrevocably  
13 pledging net available tax increment and sales proceeds from formerly State-owned parcels in  
14 the Transbay Redevelopment Project Area (“Transbay Pledge”) to the TJPA to pay for the  
15 costs of designing and constructing the Transbay Terminal Project; and

16           WHEREAS, The Successor Agency and the City entered into a First Amendment to the  
17 Tax Increment Allocation Pledge Agreement for Candlestick Point and Phase 2 of the Hunters  
18 Point Shipyard (Board of Supervisors Resolution No. 538-24 (Nov.7, 2024); Agency  
19 Resolution No. 29-2024 (Sep. 3, 2024)) from the Candlestick Point area (“Zone 1”) of the  
20 Bayview Hunters Point Redevelopment Project Area and from the Hunters Point Shipyard  
21 Redevelopment Project Area (other than the Hunters Point Hill Residential District)  
22 (“Candlestick Point-Shipyard Phase 2 Pledge”) for the purpose of pledging net available tax  
23 increment to pay for the costs of public infrastructure and affordable housing required in Zone  
24 1 of the Bayview Hunters Point Redevelopment Project Area and the Hunters Point Shipyard  
25 Redevelopment Project Area Phase 2; and

1           WHEREAS, The total outstanding debts or obligations described in the ROPS require  
2 the allocation of property tax revenues (formerly tax increment revenues) from the RPTTF;  
3 and

4           WHEREAS, The Budget includes, among other things, the use of property tax  
5 revenues (formerly tax increment revenues) from the RPTTF to pay for certain enforceable  
6 obligations consistent with the authority granted under Section 34177.7 of the California  
7 Health and Safety Code and under Board of Supervisors Resolution No. 538-16 (Dec. 22,  
8 2016); and

9           WHEREAS, The California Legislature enacted Senate Bill No. 593 (Stats. 2023, ch.  
10 782) (codified at California Health and Safety Code, Section 34177.7 (a) (1) (C) et seq.)  
11 authorizing OCII to use a portion of the RPTTF that remains available for distribution to the  
12 City after payment of ROPS obligations for the funding of the replacement of 5842 units of  
13 affordable housing that the Former Agency destroyed and never replaced; and

14           WHEREAS, In addition to the revenues included in the Budget, OCII may receive  
15 interest on bond proceeds; now, therefore, be it

16           RESOLVED, By the Board of Supervisors that it does hereby approve the Budget, as  
17 shown in Attachment "A" on file with the Clerk of the Board of Supervisors in File No. 250611  
18 and incorporated as if set forth in full herein; and, be it

19           FURTHER RESOLVED, The Board of Supervisors conditionally approves the issuance  
20 of the Bonds by OCII in the principal amount not to exceed \$223,000,000, which will be used  
21 in FY 2025-2026 for the purpose of financing a portion of its Budget and related costs of  
22 issuance, and the application of a portion of the proceeds to reimburse OCII for amounts  
23 spent under its Budget prior to the issuance of the Bonds; provided, however, that the  
24 Successor Agency Commission, Oversight Board and DOF subsequently approve the  
25 issuance of the Bonds; and, be it

1            FURTHER RESOLVED, That OCII is authorized to accept and expend any interest  
2 earned on bond proceeds consistent with expenditures approved in the ROPS and this  
3 Budget.

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Exhibit A

# Proposed FY 2025-26 Budget

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## **1. Background**

On February 1, 2012, the State of California dissolved the San Francisco Redevelopment Agency (“SFRA”) along with all 400 redevelopment agencies in California under Cal. Health & Safety Code §§ 34170 et seq (“Dissolution Law”). Pursuant to the Dissolution Law and to Board of Supervisors (“BOS”) Ordinance 215-12, the Successor Agency to the SFRA, commonly known as the Office of Community Investment & Infrastructure (“OCII”), has assumed the remaining obligations of the SFRA.

OCII is charged with completing work required under enforceable obligations approved by the California Department of Finance (“DOF”). Those enforceable obligations are the contracts associated with the Projects described in BOS Ordinance No. 215-12 (Oct. 4, 2012) as the Mission Bay North and South Projects, the Transbay Project, and the Hunters Point Shipyard/Candlestick Point Project, which include OCII’s Retained Affordable Housing Obligations in these Projects.

### **Governance**

Ordinance 215-12 delegates the Board of Supervisors’ authority as Successor Agency to the Successor Agency Commission, with the exception of certain changes to the affordable housing program which are described below and retained by the Board of Supervisors. The Commission provides financial and policy oversight and exercises land use and design approval authority for the Projects. The Commission is comprised of five members appointed by the Mayor and confirmed by the Board of Supervisors, with two of the seats held by residents of the two supervisorial districts that contain the largest amounts of the Projects, i.e. Districts 6 and 10.

Dissolution Law requires that certain actions of a successor agency are subject to the review and approval of an Oversight Board (“OB”), whose actions are subject to further reviews by the Department of Finance. The OB has a fiduciary duty to the holders of enforceable obligations with the former SFRA and to the taxing entities that are entitled to an allocation of property taxes. The OB reviews and approves OCII’s expenditures and use of tax increment through the annual Recognized Obligation Payment Schedules. The OB also approves the issuance of bonds, transfers of property, and other matters related to the dissolution of SFRA. The Mayor appoints four of the seven members of the OB, subject to confirmation by the Board of Supervisors. One of those four members represents the “largest number of former redevelopment agency employees employed by the successor agency.” Cal. Health & Safety Code § 34179 (a) (11). The remaining three members are representatives of affected taxing entities: the Bay Area Rapid Transit District, the San Francisco Unified School District, and the San Francisco Community College.

Dissolution Law establishes that OCII is a separate entity from the City and County of San Francisco (“CCSF”), as was the SFRA. However, under BOS Ordinance No. 215-12, the BOS, in its capacity as the legislative body for CCSF, must still approve OCII’s annual budget (Cal Health & Safety Code § 33606) and retains the authority to approve any modification to an enforceable obligation “that would decrease the commitment of property tax revenue for

affordable housing or materially change the obligations to provide affordable housing.” Ordinance No. 215-12, § 6 (a). OCII’s budget is initially approved by the Commission and subsequently approved by the Mayor and Board of Supervisors.

## **2. Program Summary**

OCII's primary activity is funding and facilitating delivery of affordable housing and infrastructure in the project areas of Mission Bay North and South, Transbay, and Hunters Point Shipyard/Candlestick Point. OCII's programmatic spending reflects this mission. Much of OCII staff time is spent on working closely with development partners and City agencies on land use plans and the associated permits and maps necessary to build these new communities. Additional details on OCII's staffing efforts related to that review, as well as information on FY 2025-26 programmatic goals for the delivery of public infrastructure (such as parks and open spaces), affordable housing units, and support of community benefits and workforce development can be found in the subsequent sections. Below are brief summaries OCII's three Projects, along with FY 2025-26 program highlights.

### **Mission Bay North and South**

In 1998, the Board of Supervisors approved the project areas of Mission Bay North and Mission Bay South, together referred to as Mission Bay, to create a vibrant transit-oriented and mixed-use community that will result in 6,535 residential units (29 percent of which will be affordable), 5.2 million square feet of office and biotechnology space, 560,000 square feet of retail uses, a University of California San Francisco ("UCSF") research campus and medical center including a 550-bed hospital, 18,000-seat event center, 129-room and 300-room hotels, library, school, police headquarters, and a local police and fire department. Mission Bay contains 49 acres of open space, approximately 41 of which are owned by the City and approximately eight of which are owned by UCSF. The master developer of the Mission Bay Project, FOCIL MB, is responsible for constructing public infrastructure and parks pursuant to two Owner Participation Agreements ("OPAs"). OCII reimburses the developer for constructed infrastructure with property tax revenues, special tax assessments of community facilities districts ("CFD"), and bond proceeds secured by those revenues and assessments. OCII is responsible for approving the land uses and designs of both the public and private development projects in Mission Bay, which is generally not subject to the Planning Code. OCII directly funds affordable housing in Mission Bay, which is provided on specific sites contributed by FOCIL MB and identified in the OPAs. Completion of the Mission Bay Project is anticipated in four years and will result in construction of more than \$800 million of infrastructure, development of over \$8 billion in private vertical development, and creation of 31,000 permanent jobs. The Mission Bay Redevelopment Plans will expire in late 2028.

To date 6,349 residential units, 4.1 million square feet of office and biotechnology space, 540,000 square feet of retail uses, a 289-bed hospital, an 18,000-seat event center, 68 percent of the UCSF research campus and 38 acres of open space have been built. In FY 2025-26, OCII will continue to reimburse the master developer for completed infrastructure with a combination of tax allocation bond proceeds, property tax increment and CFD assessments and bond proceeds.

OCII will also monitor predevelopment for Mission Bay South Block 4E and enter into a gap loan for Phase 1 of that block and a predevelopment loan for Phase 2 of that block, continue to review designs and permits for future open space parcels, and private commercial tenant improvements, create public art in Park P2 using public art fees contributed by various developers, and explore the possible increase of residential density on the two remaining affordable housing sites in Mission Bay South.

## **Transbay**

The Transbay Project was established in 2005 and is located primarily between Folsom and Howard Streets, east of 2nd Street, and west of Spear and Main Streets. A small portion of the Transbay Project extends south of Folsom Street along Essex Street to Harrison Street, and west of Harrison Street to Second Street. The Transbay Project consists of two zones. Zone 1 is under the land use authority of OCII and consists of twelve blocks of land, eleven of which were formerly owned by the State. Zone 2 is under the City Planning Department's jurisdiction and includes the Salesforce Transit Center and two former State-owned parcels. OCII is responsible for funding the design and construction of two parks, streetscape improvements on Folsom Street, selling designated formerly State-owned parcels to fund construction of the Salesforce Transit Center, and portal project, forming partnerships with for-profit and non-profit developers to build housing, and directly funding affordable housing. Thirty-five percent of all new housing units in the entire Transbay Project Area will be affordable. After the entirety of all the former State-owned and OCII parcels have been fully built out, the Transbay Project will have contributed approximately 3,900 residential units, 2.5 million square feet of office, 94,000 square feet of retail, and 9 acres of open space to the neighborhood.

In Zone 1, all of the office space is complete, and 2,196 residential units have been built. In FY 2025-26, approximately 405 units in Zone 1 will be in the planning phase. These units consist of projects that will occupy a portion of the northern end of the former Transbay Temporary Bus Terminal site. Staff is planning to issue an RFP for one or two affordable projects on the west side of Transbay Block 4. An RFP for a mixed-income development on the east side of Transbay Block 4 will be issued after FY 2025-26 based on market conditions. Additionally, a stand-alone affordable housing project subsidized by OCII is planned for Block 12. OCII intends to release a request for proposals/qualifications to select a development team to begin predevelopment planning for Block 12 that will be constructed after the Caltrain rail tunnel is extended from its current terminus at the 4<sup>th</sup> and King Street station to the Salesforce Transit Center. Since Block 12 sits atop the future rail extension's route, OCII is working with the TJPA to determine when OCII may be able to advance the Block 12 project. Still, early planning for the project is needed such that the eventual Block 12 developer can begin coordination work with the TJPA and OCII since the TJPA also needs to route critical train tunnel infrastructure through the development parcel.

In compliance with its infrastructure obligations, OCII will disburse funds in FY 2025-26 through an existing contract with San Francisco Public Works (“SFPW”) to continue managing the construction of the Block 3 Infrastructure Improvements Project. OCII will also continue dispersing funds to CMG Landscape Architecture regarding the design and permitting of the Under Ramp Park project, and to SFPW for their predevelopment services for the project. OCII will also continue our Transbay property management duties which include the supporting the interim activation of Blocks 3 and 4 on the former Temporary Transbay Terminal site and the continued funding of a maintenance contract for the Essex St. Open Space parcel.

### **Hunters Point Shipyard and Candlestick Point**

The Hunters Point Shipyard/Candlestick Point Project comprises approximately 702 acres along the southeastern waterfront of San Francisco. The San Francisco Board of Supervisors adopted the Shipyard Redevelopment Plan in 1997 and the Bayview Hunters Point Redevelopment Plan in 2006. In 2010, the Board of Supervisors amended both redevelopment plans, and the Redevelopment Agency approved a Disposition and Development Agreement that included the Candlestick Point portion of the Bayview Hunters Point Redevelopment Plan and Phase 2 of the Hunters Point Shipyard (“HPS2”). The Hunters Point Shipyard will be developed by different master developers under two separate disposition and development agreements: Lennar, which is developing Hunters Point Shipyard Phase 1, and FivePoint, which is developing Hunters Point Shipyard Phase 2/Candlestick Point. Together, the entire Hunters Point Shipyard/Candlestick Point Project will generate 12,100 units of housing (of which approximately one-third will be affordable), 337 acres of parks, approximately 6.7 million square feet of commercial space, and roughly \$86 million of community benefits such as homeowner assistance, workforce development, educational assistance, and health and wellness programming. To date, 842 units have been built at Hunters Point Shipyard Phase 1 and Candlestick Point, including the first four phases of a revitalized Alice Griffith public housing development.

In 2024, OCII amended the Bayview Hunters Point Redevelopment Plan (Reso No. 25-2024), the Hunters Point Shipyard Redevelopment Plan (Reso No. 26-2024), and the Hunters Point Shipyard Phase 2/Candlestick Point Development and Disposition Agreement (Reso No. 27-2024) in response to delays in the Department of Navy's cleanup of the Hunters Point Shipyard, shifts in the commercial real estate market due to the pandemic, and expiring time limits on the Redevelopment. The amendments provide flexibility to the Candlestick Point land use program while Shipyard cleanup continues by transferring up to 2,050,000 square feet of research and development and office space from HPS2 to Candlestick Point, and also allows entertainment and hotel uses throughout the Candlestick Point Project Area. The amendments also extended time limits for incurring debt to finance the project (2054 for Candlestick Point), receiving property tax increment and repaying debt (2069 for Candlestick Point) and increases the amount of bonded indebtedness for HPS 2/Candlestick Point to \$5.9 Billion for both project areas). HPS2 Redevelopment time and financing limits commence following the transfer of all Hunter's Point

Shipyard parcel(s) required to complete the 1st Major Phase from the Navy to FivePoint. These adjustments provide the flexibility needed to keep the redevelopment moving forward while addressing the challenges of cleanup delays and shifting market conditions.

In FY 2025-26, infrastructure planning, design, and permitting for Candlestick Point Major Phase 2 will be complete, with construction anticipated to begin in early 2026. At Hunters Point Shipyard Phase 1, OCII will focus on affordable housing, street construction and acceptance, and park management. These efforts include funding the construction of three OCII-funded affordable housing buildings—Blocks 52/54 and Block 56—which total approximately 185 units together, and working with Lennar to facilitate the City’s acceptance of streets at Hunters Point Shipyard Phase 1. Both Lennar and FivePoint have made monetary contributions by their Community Benefits Agreements. Additionally, OCII will continue to execute contracts with community partners to implement various community benefit programs, including scholarships, contractor assistance, down payment assistance, workforce development, neighborhood building, and college readiness and career development programming.

### **Year-Over-Year Comparison and Budget Summary**

As shown in Exhibit 1, the proposed FY 2025-26 budget of \$622.2 million represents a decrease of \$62.9 million from the FY 2024-25 budget of \$685.2 million. Of this amount, \$349.6 million in uses is requested budget authority and \$272.7 million is Prior Period Authority carried forward from FY 2024-25. Prior Period Authority is expenditure carried forward from prior fiscal years, including affordable housing loans awarded but not drawn down and multi-year construction budgets.

Changes to current year revenue sources compared to prior year are primarily due to a decrease in Prior Period Authority – Housing, which reflects the use of affordable housing bond proceeds from bonds issued in prior year and other fees received in prior years and a planned decrease in debt service schedule. This decrease is offset by an increase in bonds planned for issuance in FY 2025-26 to fund affordable housing projects.

Changes to current year uses compared to prior year are primarily due to a decrease in Affordable Housing Loans, Development Infrastructure, and Debt Service. These decreases are due to continued spending on affordable housing and infrastructure projects and a planned decrease in the debt service schedule.

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## Exhibit 1: Proposed FY 2025-26 Budget Compared to FY 2024-25 Budget, *Millions\**

	FY 24-25 Budget	FY 25-26 Budget	YOY Difference
<b>Sources</b>			
Property Tax Increment - TAB Debt Service	\$ 72.9	\$ 57.1	\$ (15.9)
Property Tax Increment - Mission Bay	\$ 38.9	\$ 35.7	\$ (3.3)
Property Tax Increment - HPS2/CP	\$ 1.9	\$ 1.5	\$ (0.4)
Property Tax Increment - State Owned TBY	\$ 33.2	\$ 32.0	\$ (1.2)
Property Tax Increment - Other	\$ 9.3	\$ 6.6	\$ (2.6)
Property Tax Increment - Residual	\$ 0.3	\$ 0.3	\$ -
Property Tax Increment - ACA	\$ 3.8	\$ 3.6	\$ (0.2)
<b>Subtotal Property Tax Increment</b>	<b>\$ 160.4</b>	<b>\$ 136.9</b>	<b>\$ (23.5)</b>
New Bonds - Housing	\$ -	\$ 95.8	\$ 95.8
New Bonds - Infra	\$ 64.0	\$ 37.4	\$ (26.6)
<b>Subtotal New Bonds</b>	<b>\$ 64.0</b>	<b>\$ 133.3</b>	<b>\$ 69.3</b>
Developer Payments	\$ 104.6	\$ 10.3	\$ (94.2)
<b>Subtotal Developer Payments</b>	<b>\$ 104.6</b>	<b>\$ 10.3</b>	<b>\$ (94.2)</b>
Rent & Lease Revenue	\$ 0.4	\$ 0.4	\$ -
Payments from Other Gov Entities	\$ 0.0	\$ 0.0	\$ 0.0
Special Tax	\$ 1.1	\$ 0.5	\$ (0.6)
Hotel Tax	\$ 4.7	\$ -	\$ (4.7)
<b>Subtotal Other</b>	<b>\$ 6.2</b>	<b>\$ 0.9</b>	<b>\$ (5.3)</b>
Fund Balance - Housing	\$ 23.2	\$ 42.1	\$ 18.8
Fund Balance - Non-Housing	\$ 20.8	\$ 26.0	\$ 5.2
<b>Subtotal Fund Balance</b>	<b>\$ 44.0</b>	<b>\$ 68.1</b>	<b>\$ 24.1</b>
Prior Period Authority - Housing	\$ 231.4	\$ 157.3	\$ (74.2)
Prior Period Authority - Non-Housing	\$ 74.6	\$ 115.4	\$ 40.9
<b>Subtotal Prior Period Authority</b>	<b>\$ 306.0</b>	<b>\$ 272.7</b>	<b>\$ (33.3)</b>
<b>Total Sources</b>	<b>\$ 685.2</b>	<b>\$ 622.2</b>	<b>\$ (62.9)</b>
<b>Uses</b>			
<b>Uses - Operations</b>			
Operational Salaries and Benefits	\$ 10.3	\$ 10.1	\$ (0.1)
Affordable Housing Services	\$ 1.3	\$ 1.5	\$ 0.1
Rent	\$ 0.9	\$ 0.9	\$ 0.0
Retiree Health and Pension Costs	\$ 3.9	\$ 4.2	\$ 0.3
Auditing & Accounting Services	\$ 0.3	\$ 0.2	\$ (0.1)
Legal Services	\$ 1.4	\$ 1.3	\$ (0.2)
Planning & Infrastructure Rvw	\$ 5.0	\$ 4.9	\$ (0.0)
Real Estate Development Services	\$ 0.0	\$ 0.1	\$ 0.0
Workforce Development Services	\$ 0.2	\$ 0.1	\$ (0.1)
Other Professional Services	\$ 7.9	\$ 7.4	\$ (0.5)
Grants to Community-Based Organizations	\$ 1.3	\$ 1.2	\$ (0.0)
Payments to Other Public Agencies	\$ 0.4	\$ 0.4	\$ -
Other Current Expenses	\$ 2.3	\$ 1.3	\$ (1.1)
<b>Subtotal Uses - Operations</b>	<b>\$ 35.3</b>	<b>\$ 33.6</b>	<b>\$ (1.6)</b>
<b>Uses - Non-Operations</b>			
Affordable Housing Loans	\$ 111.5	\$ 40.1	\$ (71.5)
Replacement Housing	\$ 0.7	\$ -	\$ (0.7)
Development Infrastructure	\$ 98.8	\$ 72.0	\$ (26.7)
Pass-through to TJPA	\$ 33.2	\$ 32.0	\$ (1.2)
Debt Service - OCII TAB Bonds	\$ 110.0	\$ 85.8	\$ (24.2)
Public Art	\$ 1.0	\$ 0.8	\$ (0.2)
Other Debt	\$ 4.7	\$ -	\$ (4.7)
<b>Subtotal Uses - Non-Operations</b>	<b>\$ 359.8</b>	<b>\$ 230.7</b>	<b>\$ (129.1)</b>
Prior Period Authority - Housing	\$ 231.4	\$ 253.0	\$ 21.5
Prior Period Authority - Non-Housing	\$ 58.7	\$ 104.9	\$ 46.3
<b>Subtotal Prior Period Authority</b>	<b>\$ 290.1</b>	<b>\$ 357.9</b>	<b>\$ 67.8</b>
<b>Total Uses</b>	<b>\$ 685.2</b>	<b>\$ 622.2</b>	<b>\$ (62.9)</b>
<b>Sources vs. Uses</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

*\*Dollar amounts will be slightly off due to rounding.*

As shown in Exhibit 2, in FY 2025-26 OCII proposes to expend \$504.1 million, or 81.0 percent of its budget, on direct program spending including \$293.2 million on affordable housing, \$189.5 million on infrastructure and other non-housing activities, \$20.0 million on project management and costs, and \$1.5 million on community development and workforce activities. OCII will fund these activities using primarily PPA and bonds.

**Exhibit 2: Proposed FY 2025-26 Budget Programmatic Summary, *Millions\****

	Sources	Property Tax	Developer Payments	New Bonds - Housing	New Bonds - Infra	Rent & Lease Revenue	Fund Balance	Prior Period Authority	Other	Total	Percent
<b>Uses</b>											
<b>Direct Program Spending</b>											
Affordable Housing		\$ -	\$ -	\$ 95.8	\$ -	\$ -	\$ 40.2	\$ 157.1	\$ -	\$ 293.2	47.1%
Infrastructure & Other Non-Housing		\$ 8.3	\$ 7.8	\$ -	\$ 37.4	\$ -	\$ 20.4	\$ 115.5	\$ -	\$ 189.5	30.4%
Project Mgmt & Operations		\$ 10.9	\$ 2.5	\$ -	\$ -	\$ -	\$ 6.1	\$ -	\$ 0.5	\$ 20.0	3.2%
Comm Dev & Workforce		\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1.4	\$ 0.0	\$ -	\$ 1.5	0.2%
<b>Direct Programmatic Subtotal</b>		<b>\$ 19.1</b>	<b>\$ 10.3</b>	<b>\$ 95.8</b>	<b>\$ 37.4</b>	<b>\$ -</b>	<b>\$ 68.1</b>	<b>\$ 272.7</b>	<b>\$ 0.5</b>	<b>\$ 504.1</b>	<b>81.0%</b>
<b>Indirect Program Spending</b>											
Debt		\$ 85.8	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 85.8	13.8%
TJPA Pass-through		\$ 32.0	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 32.0	5.1%
Other		\$ -	\$ -	\$ -	\$ -	\$ 0.4	\$ -	\$ -	\$ -	\$ 0.4	0.1%
<b>Indirect Programmatic SubTotal</b>		<b>\$ 117.8</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 0.4</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 118.2</b>	<b>19.0%</b>
<b>Total</b>		<b>\$ 136.9</b>	<b>\$ 10.3</b>	<b>\$ 95.8</b>	<b>\$ 37.4</b>	<b>\$ 0.4</b>	<b>\$ 68.1</b>	<b>\$ 272.7</b>	<b>\$ 0.5</b>	<b>\$ 622.2</b>	<b>100.0%</b>
		22.0%	1.7%	15.4%	6.0%	0.1%	10.9%	43.8%	0.1%	100.0%	

*\*Dollar amounts will be slightly off due to rounding.*

To support the delivery of these direct programmatic activities, the Proposed FY 2025-26 Budget includes funding for indirect program expenditures, such as project management and operations, debt, and Transbay Joint Powers Authority (“TJPA”) Pass-through obligation, which is a pass-through of pledged property tax to the TJPA. Exhibit 2 shows a total of \$118.2 million budgeted to these indirect programmatic expenditures, which are primarily supported through property tax.

Exhibit 3 shows the total Proposed FY 2025-26 Budget by Project Area and Cost Center. The column headers describe Operations, Debt, and OCII’s major active projects: Hunters Point Shipyard Phase 1 and Phase 2 / Candlestick Point (“Hunters Point Shipyard / Candlestick Point”) or (“HPS/CP”), Mission Bay North (“MBN”), Mission Bay South (“MBS”), and Transbay (“TBY”). Expenditures unrelated to the major active project areas, Operations, or Debt are rolled up and shown in the Other column. Exhibit 3 integrates the proposed budget for affordable housing into the appropriate project area, according to each project’s location.

### Exhibit 3: Proposed FY 2025-26 Budget by Project Area/Cost Center

Sources	Cost center	Operations	Debt	HPS / CP	MBN	MBS	TBY	Other	Total
Property Tax Increment - TAB Debt Service	\$ -	\$ 57,079,840	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 57,079,840
Property Tax Increment - Mission Bay	\$ -	\$ 28,688,644	\$ -	\$ -	\$ -	\$ 7,000,000	\$ -	\$ -	\$ 35,688,644
Property Tax Increment - HPS2/CP	\$ -	\$ -	\$ -	\$ 1,542,482	\$ -	\$ -	\$ -	\$ -	\$ 1,542,482
Property Tax Increment - State Owned TBY	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 32,000,000	\$ -	\$ 32,000,000
Property Tax Increment - Other	\$ 4,929,483	\$ -	\$ -	\$ 176,059	\$ -	\$ -	\$ 1,538,943	\$ -	\$ 6,644,485
Property Tax Increment - Residual	\$ 345,118	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 345,118
Property Tax Increment - ACA	\$ 3,617,319	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 3,617,319
New Bonds - Housing	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 95,831,519	\$ -	\$ -	\$ 95,831,519
New Bonds - Infra	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 37,447,292	\$ -	\$ 37,447,292
Developer Payments	\$ -	\$ -	\$ -	\$ 9,788,444	\$ 47,713	\$ 314,751	\$ 172,043	\$ -	\$ 10,322,951
Rent & Lease Revenue	\$ -	\$ -	\$ -	\$ 395,100	\$ -	\$ -	\$ -	\$ -	\$ 395,100
Payments from Other Gov Entities	\$ 19,807	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 19,807
Special Tax	\$ 487,353	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 487,353
Fund Balance - Housing	\$ -	\$ 172,282	\$ 10,484,851	\$ -	\$ -	\$ 15,856,182	\$ 15,419,459	\$ 150,000	\$ 42,082,773
Fund Balance - Non-Housing	\$ 1,699,778	\$ 552,506	\$ 1,493,346	\$ 10,532,006	\$ 7,950,292	\$ 3,536,108	\$ 280,593	\$ -	\$ 26,044,629
<b>Subtotal Budget Sources</b>	<b>\$ 11,098,858</b>	<b>\$ 86,493,271</b>	<b>\$ 23,880,281</b>	<b>\$ 10,579,719</b>	<b>\$ 126,952,743</b>	<b>\$ 90,113,845</b>	<b>\$ 430,593</b>	<b>\$ 349,549,311</b>	
Prior Period Authority - Housing	\$ -	\$ -	\$ 56,258,535	\$ -	\$ 3,316,521	\$ 97,683,135	\$ -	\$ -	\$ 157,258,191
Prior Period Authority - Non-Housing	\$ -	\$ -	\$ 26,920	\$ -	\$ 43,166,733	\$ 65,672,381	\$ 6,557,100	\$ -	\$ 115,423,135
<b>Subtotal Sources - Prior Period Authority</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 56,285,455</b>	<b>\$ -</b>	<b>\$ 46,483,254</b>	<b>\$ 163,355,516</b>	<b>\$ 6,557,100</b>	<b>\$ 272,681,326</b>	
<b>Total Sources</b>	<b>\$ 11,098,858</b>	<b>\$ 86,493,271</b>	<b>\$ 80,165,736</b>	<b>\$ 10,579,719</b>	<b>\$ 173,435,998</b>	<b>\$ 253,469,361</b>	<b>\$ 6,987,692</b>	<b>\$ 622,230,637</b>	
<b>Uses</b>									
<b>Uses - Operations</b>									
Allocated Staff & Operating Expenses	\$ (8,865,911)	\$ 724,787	\$ 3,133,261	\$ 106,148	\$ 2,448,080	\$ 2,173,042	\$ 280,593	\$ -	\$ (0)
Operational Salaries and Benefits	\$ 10,125,663	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 10,125,663
Affordable Housing Services	\$ 1,322,893	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 150,000	\$ -	\$ 1,472,893
Rent	\$ 908,244	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 908,244
Retiree Health and Pension Costs	\$ 4,201,139	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,201,139
Auditing & Accounting Services	\$ 215,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 215,000
Legal Services	\$ 125,000	\$ -	\$ 1,134,000	\$ -	\$ -	\$ 7,000	\$ -	\$ -	\$ 1,266,000
Planning & Infrastructure Rvw	\$ 1,000	\$ -	\$ 4,945,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,946,000
Real Estate Development Services	\$ -	\$ -	\$ 50,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 50,000
Workforce Development Services	\$ 65,600	\$ -	\$ 60,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 125,600
Other Professional Services	\$ 1,721,783	\$ -	\$ 1,407,484	\$ -	\$ 3,512,635	\$ 751,150	\$ -	\$ -	\$ 7,393,052
Grants to Community-Based Organizations	\$ -	\$ -	\$ 1,243,366	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,243,366
Payments to Other Public Agencies	\$ -	\$ -	\$ 395,100	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 395,100
Other Current Expenses	\$ 1,278,447	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,278,447
<b>Subtotal Uses - Operations</b>	<b>\$ 11,098,858</b>	<b>\$ 724,787</b>	<b>\$ 12,368,211</b>	<b>\$ 106,148</b>	<b>\$ 5,960,715</b>	<b>\$ 2,931,192</b>	<b>\$ 430,593</b>	<b>\$ 33,620,504</b>	
<b>Uses - Non-Operations</b>									
Affordable Housing Loans	\$ -	\$ -	\$ 10,030,000	\$ -	\$ 15,000,000	\$ 15,045,000	\$ -	\$ -	\$ 40,075,000
Development Infrastructure	\$ -	\$ -	\$ 1,282,090	\$ 10,473,571	\$ 52,632,732	\$ 7,644,119	\$ -	\$ -	\$ 72,032,512
Pass-through to TJPA	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 32,000,000	\$ -	\$ -	\$ 32,000,000
Debt Service - OCII TAB Bonds	\$ -	\$ 85,768,484	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 85,768,484
Public Art	\$ -	\$ -	\$ -	\$ -	\$ 833,361	\$ -	\$ -	\$ -	\$ 833,361
<b>Subtotal Uses - Non-Operations</b>	<b>\$ -</b>	<b>\$ 85,768,484</b>	<b>\$ 11,312,090</b>	<b>\$ 10,473,571</b>	<b>\$ 68,466,093</b>	<b>\$ 54,689,119</b>	<b>\$ -</b>	<b>\$ 230,709,358</b>	
Prior Period Authority - Housing	\$ -	\$ -	\$ 56,258,535	\$ -	\$ 99,009,190	\$ 97,683,135	\$ -	\$ -	\$ 252,950,860
Prior Period Authority - Non-Housing	\$ -	\$ -	\$ 226,900	\$ -	\$ -	\$ 98,165,915	\$ 6,557,100	\$ -	\$ 104,949,915
<b>Subtotal Uses - Prior Period Authority</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 56,485,435</b>	<b>\$ -</b>	<b>\$ 99,009,190</b>	<b>\$ 195,849,050</b>	<b>\$ 6,557,100</b>	<b>\$ 357,900,775</b>	
<b>Total Uses</b>	<b>\$ 11,098,858</b>	<b>\$ 86,493,271</b>	<b>\$ 80,165,736</b>	<b>\$ 10,579,719</b>	<b>\$ 173,435,998</b>	<b>\$ 253,469,361</b>	<b>\$ 6,987,692</b>	<b>\$ 622,230,637</b>	
<b>Sources vs. Uses</b>	<b>\$ (0)</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

As shown in Exhibit 3, Transbay expenditures are the largest cost center in OCII's budget, reflecting the planned expenditure on designing and constructing Under-ramp and Block 3 parks and the affordable housing loans. Mission Bay South the second largest expenditure area, primarily reflecting affordable housing loans.

### **3. Land Use and Infrastructure**

OCII's Projects are developed in accordance with land uses approved through a variety of regulatory documents including Redevelopment Plans, design and zoning control documents, as well as phased development applications ("Major Phases" or "Sub Phases"). The design and construction of infrastructure, including streets, utilities, parks and open spaces must be in compliance with applicable City laws and OCII regulatory documents. OCII staff work closely with other City agencies, developers, and a variety of professional consultants to review and ultimately approve the land uses and designs. Below is a summary of the major land use reviews OCII will undertake in FY 2025-26.

#### **FY 2025-26 Land Use Approvals and Planning**

##### Mission Bay

Mission Bay is the most mature of OCII's Projects. The major land use approvals in Mission Bay are complete, along with the majority of the infrastructure. In FY 2020-21 Alexandria Real Estate ("ARE") received entitlements to build a 170,000 square foot office and life science building at 1450 Owens and the Golden State Warriors received entitlements to develop a hotel and residential project. In FY 2024-25, ARE completed construction of their project. The Golden State Warriors continue to assess the current development environment before moving forward with their hotel project. In FY 2024-25, OCII began working with the San Francisco Arts Commission to create public art in Park P2 with the public art fees paid by various developers pursuant to the Redevelopment Plan requirements and will continue to do so in FY 2025-26. In FY 2025-26, OCII, through its master developer FOCIL-MB LLC, will construct the final stormwater pump station and a pedestrian-only publicly accessible block of Bridgeview Way in Mission Bay South and will also begin upgrades to the 5<sup>th</sup> Street and King Street intersection in Mission Bay North. It will finish construction on a 0.5 acre stormwater treatment park, P19, and, will begin construction on P2/P8, a five acre park located south of Mission Creek. Additionally, OCII will pursue potential actions for additional housing entitlement on Mission Bay South Blocks 4E and 12W and will continue to work with Gladstone Institutes on its potential expansion. Gladstone Institutes, a non-profit biomedical research organization, was Mission Bay's first biotech development and completed its 195,000 square foot building in 2004.

##### Transbay

Transbay is comparable to an infill style of development, rather than a master developed project on vacant land. As such, the existing infrastructure and streetscape network of downtown primarily support the developments in the Transbay Project. OCII will utilize an existing contract with a third-party design consultant to finalize the Construction Documents for Under-ramp Park. As this park will be owned by the Transbay Joint Powers Authority (TJPA), OCII will seek final design and, once the park is constructed, acceptance of the completed park improvements from the TJPA Board of Directors. OCII will also utilize an existing contract with SFPW to prepare the

project for construction bidding. Early this calendar year, under a separate existing contract with SFPW, OCII began construction of streetscape and utility improvements related to the Block 2 affordable housing projects and will complete certain improvements so that both Block 2 affordable housing projects can secure their occupancy permits beginning later this year. The construction of these Block 2-related infrastructure improvements will be completed in June 2026. OCII will disburse existing construction loans for Blocks 2E and 2W for a total of 335 units of affordable senior and family housing.

Hunters Point Shipyard/Candlestick Point

The Hunters Point Shipyard/Candlestick Point developments comprise two distinct projects, Hunters Point Shipyard Phase 1 and Hunters Point Shipyard Phase 2/Candlestick Point. Hunters Point Shipyard Phase 1 consists of two areas, Hilltop and Hillside. Most of the infrastructure for the Hilltop portion of Phase 1 is complete. In FY 2025-26, the Developer will continue the public acceptance process of the streets in Hilltop. The Developer will also continue to build the entire Hillside infrastructure. Development at Hunters Point Shipyard Phase 2 is delayed while the U.S. Navy concludes the environmental re-testing of several parcels. Pre-development activities will be underway in FY 2025-26 at Candlestick Point to build the backbone infrastructure to support the approximately 675 units and 1.5 million square feet of commercial space. These pre-development activities include the subdivision of the land and the approval of infrastructure permits and related legal agreements. The next phase of development is expected to break ground in Q3 of FY 2025-26.

**FY 2025-26 Infrastructure and Non-Housing Completions**

There are a number of infrastructure projects in active planning or construction. Construction of one park P19 in Mission Bay will be completed. P19 is a 0.5 acre open space parcel focused on stormwater treatment through the use of plantings and bioswales. The park is located at China Basin Street and Terry Francois Blvd, directly east of OCII’s Mission Bay South Block 9A affordable homeownership project. Exhibit 4 summarizes anticipated infrastructure project completions.

**Exhibit 4: FY 2025-26 Infrastructure & Non-Housing Project Completions**

	Mission Bay	Transbay	HPS/CP	Total
Parks and Open Space Projects	1	0	0	1

**FY 2025-26 Infrastructure Funding**

OCII anticipates expending \$189.5 million on infrastructure in FY 2025-26, using the sources shown in Exhibit 5. Of the amount shown in Exhibit 5, OCII will spend \$72.0 million on

development infrastructure reimbursements and the remainder on other various support services, including legal services, other professional services, planning and infrastructure review, services contracted in a prior year, and public art.

**Exhibit 5: FY 2025-26 Infrastructure & Non-Housing Sources by Uses, *Millions***

	<b>Bonds</b>	<b>Developer Payments</b>	<b>Property Tax</b>	<b>Fund Balance</b>	<b>Prior Period Authority</b>	<b>Total</b>
Development Infrastructure	\$6.4	\$0.0	\$8.3	\$15.0	\$42.3	<b>\$72.0</b>
Legal Services	\$0.0	\$1.1	\$0.0	\$0.0	\$0.0	<b>\$1.1</b>
Other Professional Services	\$0.0	\$1.6	\$0.0	\$3.9	\$0.1	<b>\$5.7</b>
Planning & Infrastructure Rvw	\$0.0	\$4.9	\$0.0	\$0.0	\$0.0	<b>\$4.9</b>
Prior Period Authority - Non-Housing	\$31.0	\$0.0	\$0.0	\$1.5	\$72.2	<b>\$104.7</b>
Public Art	\$0.0	\$0.0	\$0.0	\$0.0	\$0.8	<b>\$0.8</b>
Real Estate Development Services	\$0.0	\$0.0	\$0.0	\$0.1	\$0.0	<b>\$0.1</b>
Workforce Development Services	\$0.0	\$0.1	\$0.0	\$0.0	\$0.0	<b>\$0.1</b>
<b>Total</b>	<b>\$37.4</b>	<b>\$7.8</b>	<b>\$8.3</b>	<b>\$20.4</b>	<b>\$115.5</b>	<b>\$189.5</b>

## 4. Housing Obligations

One of OCII's most important missions is to ensure the completion of the affordable housing obligations throughout Mission Bay North and South, Transbay, and Hunters Point Shipyard/Candlestick Point as well as SB 593 Replacement Housing. Exhibit 6 shows OCII's total housing production obligation of 27,760 units, which represents the full build out of the Projects from inception to completion. This includes market rate units, developer funded inclusionary affordable units, and OCII funded affordable housing units and replacement housing units. By the start of FY 2025-26, OCII anticipates that a total of 9,649 housing units will be complete and occupied across the Projects.

**Exhibit 6: Total Housing Production, as of July 1, 2025**

	Total Units	Market Rate	Inclusionary Affordable	OCII Affordable*	Total Affordable	% of Total
Completed	9,649	6,558	660	2,431	3,091	35%
In Construction	335	3	0	332	332	1%
Predevelopment	2,291	1,418	147	726	873	8%
Preliminary Planning	2,229	1156	213	860	1,073	8%
Future Development	13,256	5,602	1,506	6,148	7,654	48%
<b>TOTAL</b>	<b>27,760</b>	<b>14,737</b>	<b>2,526</b>	<b>10,175</b>	<b>13,023</b>	<b>100%</b>

Of the 27,760 total housing units shown in Exhibit 6, OCII's development agreements and SB 593 Replacement Housing obligation require the agency to produce over 13,000 affordable housing units, as shown by obligation in Exhibit 7.

**Exhibit 7: OCII-Funded Retained Affordable Housing Production Obligation, by Project Area**

Project Status	Hunters Point Shipyard Phase I	Hunters Point Shipyard Phase II & Candlestick Point	Mission Bay North & South	Transbay	Replacement Housing*	Total
Completed	293	333	1,744	721	-	3,091
In Construction		-		332	-	332
Predevelopment	80	397	163		233	873
Preliminary Planning	-	386	0	373	314	1,073
Future Development	33	2,247	-	79	5,295	7,654
<b>TOTAL</b>	<b>406</b>	<b>3,363</b>	<b>1,907</b>	<b>1,505</b>	<b>5,842</b>	<b>13,023</b>
<b>% COMPLETE ALL UNITS</b>	<b>35%</b>	<b>3%</b>	<b>95%</b>	<b>67%</b>	<b>0%</b>	<b>33%</b>

\* Includes manager's units

## FY 2025-26 Housing Completions

In FY 2025-26, OCII will complete 332 OCII-funded affordable housing units. These completions are in Transbay and are comprised of one senior and one family affordable development. There are no completions scheduled in OCII-funded affordable, inclusionary affordable, or market rate units in Mission Bay North and Hunters Point Shipyard Phase 1 or 2 or Candlestick Point.

### Exhibit 8: Housing Production, FY 2025-26 Projected Completions

<i>Project</i>	<b>Transbay</b> <i>Block 2 West</i>	<b>Transbay</b> <i>Block 2 East</i>	<b>Total</b>
<b>Housing Type</b>			
OCII-Funded Affordable Units	150	182	332
<b>Total Completions</b>	<b>150</b>	<b>182</b>	<b>332</b>

## FY 2025-26 Housing Budget

Each fiscal year, OCII funds a significant amount of affordable housing in stand-alone projects which typically serve low or very-low income households (up to 60 percent or 50 percent area median income). The sources of funding for OCII's affordable housing include taxable housing bonds, pay-go tax increment, and developer fees such as job-housing linkage fees. OCII makes direct loans to affordable housing developers in the form of predevelopment and construction loans.

To fulfill its production obligation, OCII anticipates expending \$293.2 million in FY 2025-26, as shown in Exhibit 9. Of this amount, OCII will expend \$253.0 million on continued affordable housing loans, \$40.1 million on loans, and \$0.2 million on city services for housing projects.

### Exhibit 9: OCII-Funded Affordable Housing Program, FY 2025-26 Sources by Uses, *Millions*

	<b>Developer Payments</b>	<b>Fund Balance</b>	<b>Prior Period Authority</b>	<b>Total</b>
Existing Loan	\$95.8	\$0.0	\$157.1	<b>\$253.0</b>
New Loan	\$0.0	\$40.1	\$0.0	<b>\$40.1</b>
Other	\$0.0	\$0.2	\$0.0	<b>\$0.2</b>
<b>Total</b>	<b>\$95.8</b>	<b>\$40.2</b>	<b>\$157.1</b>	<b>\$293.2</b>

In FY 2025-26, OCII plans to fund up to seven loans (MBS 4E Phase 2, MBS 12W A and B, TBY 12, TBY 4W A and B, HPS 48,) and continue to manage seven loans (CP 10a, CP 11a, HPS 52/54, HPS 56, TBY 2W, TBY 2E, MBS 4E Phase 1). These loans will result in construction of housing that serves a wide variety of housing needs, including family rental units, and senior and supportive

housing units. Exhibit 10 provides a breakdown of OCII-funded affordable housing loans by housing type.

**Exhibit 10: OCII-Funded Affordable Housing Loans, *Millions***

<b>Project</b>	<b>Type</b>	<b>Amount (\$M)</b>	<b>Number of Units</b>
HPS Blocks 52/54	Gap Loans	\$33.6	112 units
HPS Block 56	Gap Loan	\$19.9	73 units
HPS Block 48*	Predevelopment Loan	\$5.0	144 units
CP Block 11a**	Predevelopment Loan	\$1.2	176 units
CP Block 10a	Predevelopment Loan-On hold	\$1.6	156 units
CPN Block 7	Predevelopment Loan	\$5.0	60 units
<b>HPS/CP Total</b>		<b>\$66.3</b>	<b>721 units</b>
TB Block 2 West	Gap Loan	\$41.3	151 units
TB Block 2 East	Gap Loan	\$56.4	184 units
TB Block 4 W-A***	Predevelopment Loan	\$5.0	200 units
TB Block 4 W-B***	Predevelopment Loan	\$5.0	125 units
TB Block 12	Predevelopment Loan	\$5.0	80 units
<b>Transbay Total</b>		<b>\$112.7</b>	<b>740 units</b>
MBS Block 4E Phase 1****	Gap Loan	\$99.3	165 units
MBS Block 4E Phase 2****	Predevelopment Loan	\$4.6	235 units
MBS Block 12W Phase 1****	Predevelopment Loan	\$5.0	157 units
MBS Block 12W Phase 2****	Predevelopment Loan	\$5.0	161 units
<b>Mission Bay Total</b>		<b>\$113.9</b>	<b>718 units</b>
<b>Total</b>		<b>\$293.0</b>	<b>2179 units</b>

\*The Hunters Point Shipyard Phase 1 DDA Housing Program designates sites for the development of OCII-sponsored affordable housing projects and establishes a maximum number of affordable units that may be funded (218). The Former Agency and OCII have developed most of the affordable units and OCII only has authorization to develop the remaining balance of 33 units. Funding for any units in excess of 33 units would be subject to City approval of replacement housing financing under Senate Bill No. 593 (2023) authority (“SB 593”).

\*\* In FY 24/25, the Master Developer finalized a revised land use plan and obtained approvals for corresponding amendments to a variety of plan documents. Based on the revised plan CPN 11A will restart predevelopment and CPN Block 7 will start predevelopment in FY 2024/25.

\*\*\* Pursuant to Resolution No. 17-2023, OCII and F4 Transbay Partners LLC entered into an option agreement for a large mixed-income development on all of Transbay Block 4 which expired in June 2024. Staff is planning to issue an RFP for one or two affordable projects on the west side of the site, FY 25/26 expenditures include predevelopment loans for this.

\*\*\*\*The Mission Bay South OPA’s Housing Program designates sites for the development of OCII-sponsored affordable housing projects and establishes a maximum number of affordable units (1,218) that may be developed. The Former Agency and OCII have developed most of the affordable units and OCII only has authorization to develop the remaining balance of 165 units. However, in furtherance of Citywide housing production goals and in acknowledgement that there may be capacity for additional affordable units on Block 4E and Block 12W, OCII may pursue increases in the allowable number of units on Block 4E and 12W, which may be subject to the consent of FOCIL-MB LLC (“Master Developer”). Funding for any units in excess of 165 units would be subject to approval from the Oversight Board, DOF, and the City pursuant to SB 593.

## **Replacement Housing**

The Community Redevelopment Law (“CRL”) required redevelopment agencies to construct affordable units whenever it destroyed or removed units that had been occupied by low- or moderate-income households. Cal. Health & Safety Code § 33413 (a). This requirement became effective January 1, 1976, and applied only to future actions of a redevelopment agency and established several standards for the type of housing developed as replacement housing.

Prior to 1976, the Former Agency had destroyed, as part of federally-funded urban renewal, 14,207 affordable units, but only produced 7,498 affordable units. In 2000, at the urging of the Former Agency and the City, the California legislature adopted Senate Bill No. 2113 (Burton) (Chapter 661 of the Statutes of 2000) authorizing the Former Agency to use tax increment financing to fund and develop affordable housing to replace those units destroyed by the Former Agency. Cal. Health & Safety Code § 33333.7. Under SB 2113, HCD certified, in 2003, “a net loss of 6,709 units the Agency must replace.”

Prior to its dissolution, the Former Agency was only able to approve and develop 867 replacement units out of the total 6,709, leaving an outstanding balance of 5,842 affordable units that needed to be replaced. Since the 2012 dissolution of the Former Agency, the City and OCII unsuccessfully sought on several occasions to establish that the Replacement Housing Obligation was required to continue after the dissolution of the Former Agency.

SB 593 authorizes OCII, with City approval, to provide funding as an enforceable obligation for the construction of 5,842 units of replacement housing. Unlike other enforceable obligations, OCII is only authorized to use property tax increment that would be available to the City after other OCII obligations are paid.

OCII initiated its Replacement Housing Program in FY 2024-25 with a modest amount of tax increment revenues for predevelopment activities. For FY 2025-26, OCII will continue its predevelopment work and seeks \$0.3 million for staffing costs to plan for replacement units. In the future, OCII will issue a replacement housing bond that will fund an approximately 235-unit affordable housing project on Mission Bay Block 4 East Phase 2, which is currently in predevelopment. The proposed FY 2025-26 Budget, however, does not include authorization of this bond financing.

SB 593 adds to existing OCII authority under Redevelopment Dissolution Law (Statutes 2015, Chapter 325, sections 9 & 27, codified at Cal. Health & Safety Code § 34177.7) to finance and develop affordable housing required under enforceable obligations previously approved by the Department of Finance, see below list:

- Mission Bay North Owner Participation Agreement
- Mission Bay South Owner Participation Agreement

- Hunters Point Shipyard Phase 1 Disposition and Development Agreement  
Candlestick Point-Hunters Point Shipyard Phase 2 Disposition and Development Agreement
- Transbay Implementation Agreement

The proposed FY 2025-26 Budget includes funding and authorization of bond financing for affordable housing projects in Mission Bay South and Transbay.

## 5. Community and Workforce Development

OCII, as the Successor Agency to the SFRA, has a long history of promoting equal opportunity in contracts for professional design and construction services and in the workforce of contractors performing work on OCII-administered contracts. OCII adopted and continues to actively implement the Equal Opportunity Programs (“EOP”) of the prior SFRA, which were incorporated into certain enforceable obligations approved by the Department of Finance. These programs are comprehensive and mirror ordinances enacted by the City, including nondiscrimination in contracts and benefits, health care accountability, minimum compensation, prevailing wage, local hiring, and small business contracting.

OCII’s EOP program applies to all OCII-administered contracts, including Development and Disposition Agreements, ground leases, and loan agreements, among others. OCII administers the EOP program on all stages of a project, from design through construction.

Since dissolution of the former SFRA in 2012, OCII has overseen the award of over \$6.2 billion in contracts with nearly \$2.0 billion or 32.3 percent credited to small business enterprises (“SBE”). Of this amount, \$1.1 billion (\$1,135,000,000) has been awarded to San Francisco-based small businesses. Minority and women-owned businesses have also participated in a significant manner with over \$1.1 billion (\$1,082,000,000) in contracts or nearly 17.7 percent of all awards, reflecting the ethnic and gender diversity of the region. As an economic driver, OCII’s SBE program has benefited over 1,187 local and small businesses since 2012. In FY 2025-26, OCII will continue to promote small business contracting and facilitate economic development.

In addition to small business contracting, OCII has a robust workforce development program to hire local residents. Since 2012, over 53,285 workers (of which 8,025 are San Francisco residents) have performed over 19.2 million construction hours on OCII-administered projects. Local residents performed over 3.8 million hours or 19.8 percent of the total, garnering \$162.9 million in wages. For FY 2025-26, OCII will continue to implement its local construction hiring program to ensure local residents have employment opportunities on OCII-administered projects.

As part of its state-approved enforceable obligations, OCII provides direct grants, funded by developers, to fund community benefits programs. In addition, OCII contracts with OEWD to support local hire efforts on OCII-administered projects. In FY 2025-26 OCII will expend a total of \$1.5 million on these Community Development and Workforce activities.

### Exhibit 11: Community Development and Workforce Sources by Uses, *Millions*

	Developer Payments	Payments from Other Government Agencies	Total
Grants to Community-Based Organizations	\$1.5	\$0.0	\$1.5
Workforce Development Services	\$0.0	\$0.1	\$0.1
<b>Total</b>	<b>\$1.5</b>	<b>\$0.1</b>	<b>\$1.5</b>

## **6. Other Significant Initiatives**

OCII plans to implement a number of significant initiatives that are critical to supporting its core mission of providing affordable housing, building infrastructure, supporting community and workforce development, and meeting dissolution obligations.

OCII continues its dissolution obligations, including implementation of the approved Long Range Property Management Plan (“LRPMP”), and disbursing remaining funds in existing agreements.

## **7. Debt**

OCII's debt portfolio contains pre-Dissolution bonds issued by the former San Francisco Redevelopment Agency to fund enforceable obligations of the former Agency, bonds issued by OCII to fund affordable housing obligations and public infrastructure, and refunding bonds, issued by both the former Redevelopment Agency and OCII, to reduce debt service on outstanding debt. The outstanding principal balance on OCII's bonds is \$749.7 million as of August 31, 2024.

Of this amount, \$745.2 million is Tax Allocation Bonds (TABs) secured by property taxes generated in the redevelopment project area and \$4.5 million is Hotel Occupancy Tax Revenue Refunding Bonds secured by hotel occupancy tax revenues. The Hotel Occupancy Tax Revenue Refunding Bond will be paid off by the beginning of the FY 2025-26 Budget. This outstanding debt represents a fixed long-term liability for OCII that is reduced each year by semi-annual debt service payments of principal and interest. The annual cost of OCII's debt portfolio is demonstrated by OCII's annual debt service.

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## Exhibit 12: Outstanding Debt, as of August 31, 2024

Issue Name	Trustee	Project Area	Final Maturity Date	Original Principal	Principal Outstanding as of 8/31/24	Debt Service Due Through 8/31/25
1998 Series C Tax Allocation Revenue Refunding Bonds (San Francisco Redevelopment Projects)	BNY	RP	8/1/2024	\$12,915,026	\$-	\$-
1998 Series D Tax Allocation Revenue Refunding Bonds (San Francisco Redevelopment Projects)	BNY	GG, SOMA, YBC, WA2, HP	8/1/2024	\$21,034,002	\$-	\$-
2006 Series A Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects)	BNY	TTL, GG	8/1/2036	\$50,731,331	\$16,634,273	\$5,830,000
2007 Series A Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects)	BNY	BV, MBN, RP, SOMA, YBC	8/1/2037	\$118,285,000	\$88,600,000	\$9,289,500
2009 Series E Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects)	US Bank	BV, MBS, WA2, YBC	8/1/2039	\$72,565,000	\$55,820,000	\$8,444,727
2014 Series A Tax Allocation Bonds (Mission Bay South Redevelopment Project)	US Bank	MBS	8/1/2043	\$56,245,000	\$47,605,000	\$3,500,250
2014 Series B Taxable Subordinate Tax Allocation Refunding Bonds (San Francisco Redevelopment Projects)	US Bank	All	8/1/2035	\$67,955,000	\$16,570,000	\$2,460,781
2014 Series C Subordinate Tax Allocation Refunding Bonds (San Francisco Redevelopment Projects)	US Bank	All	8/1/2029	\$75,945,000	\$1,940,000	\$447,000
2016 Series A Tax Allocation Refunding Bonds (Mission Bay North Redevelopment Project)	US Bank	MBN	8/1/2041	\$73,890,000	\$60,965,000	\$5,188,250
2016 Series B Tax Allocation Bonds (Mission Bay South Redevelopment Project)	US Bank	MBS	8/1/2043	\$45,000,000	\$36,775,000	\$3,188,750
2016 Series C Tax Allocation Refunding Bonds (Mission Bay South Redevelopment Project)	US Bank	MBS	8/1/2041	\$73,230,000	\$59,545,000	\$5,222,250
2016 Series D Subordinate Tax Allocation Bonds (Mission Bay South Redevelopment Project)	US Bank	MBS	8/1/2043	\$74,651,825	\$46,402,640	\$5,724,840
2017 Series A Taxable Third Lien Tax Allocation Bonds (Affordable Housing Projects)	US Bank	HPSCP1, HPSCP2	8/1/2044	\$89,765,000	\$24,500,000	\$4,024,355
2017 Series B Third Lien Tax Allocation Bonds (Transbay Infrastructure Projects)	US Bank	TBY	8/1/2046	\$19,850,000	\$19,850,000	\$992,500
2017 Series C Taxable Subordinate Tax Allocation Bonds (Mission Bay New Money and Refunding Housing Projects)	US Bank	MBS	8/1/2043	\$43,400,000	\$26,755,000	\$2,060,481
2017 Series D Taxable Subordinate Tax Allocation Refunding Bonds (San Francisco Redevelopment Projects)	US Bank	MBN, MBS	8/1/2041	\$116,665,000	\$45,890,000	\$5,031,644
2017 Series E Subordinate Tax Allocation Refunding Bonds (San Francisco Redevelopment Projects)	US Bank	MBN, MBS	8/1/2041	\$19,745,000	\$16,070,000	\$1,019,075
2021 Series A Taxable Third Lien Tax Allocation Bonds (Affordable Housing Projects) (Social Bonds)	US Bank	MB, TBY, HPSCP1, HPSCP2	8/1/2032	\$127,210,000	\$122,755,000	\$14,244,300
2023 Series A Tax Allocation Bond (Affordable Housing Projects)	US Bank	MB, TBY, HPSCP1, HPSCP2	8/1/2041	\$24,505,000	\$23,320,000	\$2,193,995
2023 Series B Tax Allocation Bond (Transbay Infrastructure Bond)	US Bank	TBY	8/1/2053	\$35,210,000	\$35,210,000	\$1,803,475
<b>Subtotal</b>						
<b>Former Agency Revenue Bonds</b>		YBC, Golden Gateway, Western Addition A1 &				
Hotel Occupancy Tax Revenue Refunding Bonds Series 2011	BNY		6/1/2025	\$43,780,000	\$4,455,000	\$4,677,750
<b>Subtotal</b>				<b>\$43,780,000</b>	<b>\$4,455,000</b>	<b>\$4,677,750</b>
<b>Total</b>						

Exhibit 13 shows OCII's credit ratings, which are credit agencies' assessment of the creditworthiness of the revenues supporting OCII's bonds.

### Exhibit 13: Credit Ratings

Credit	Rating	Rating Agency	Date of Last Rating
<b>Tax Allocation Bonds</b>			
RPTTF Senior/Cross Collateralized	AA	Standard & Poor's	11/18/2021
RPTTF Senior/Cross Collateralized	Aa3	Moody's	6/2/2022
RPTTF Subordinate	AA-	Standard & Poor's	9/20/2022
RPTTF Third Lien/"SB 107"	A	Standard & Poor's	8/31/2023
Mission Bay North Infrastructure	A	Standard & Poor's	4/27/2022
Mission Bay South Infrastructure	A-	Standard & Poor's	1/16/2025
Mission Bay North and South Housing	A	Standard & Poor's	4/27/2022
<b>Other</b>			
Hotel Occupancy Tax Revenue	A1	Moody's	6/2/2022
Hotel Occupancy Tax Revenue	AA	Standard & Poor's	4/7/2022

In FY 2025-26, OCII anticipates expending \$85.8 million on its debt program. The largest expenditure will be for debt service on tax allocation bonds (“TABs”), which are bonds issued against property tax revenues and are OCII’s primary debt instrument.

### Exhibit 14: FY 2025-26 Debt Program, Sources by Uses, *Millions*

	Property Tax	Other	Fund Balance	Total
Debt Service - OCII TAB Bonds	\$85.8	\$0.0	\$0.0	\$85.8
<b>Total</b>	<b>\$85.8</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>\$85.8</b>

California Redevelopment Dissolution Law imposes limitations on the debt OCII can issue. OCII issues debt to finance the construction of affordable housing or infrastructure required by specified agreements or to refund outstanding debt.

In FY 2025-26, OCII plans to issue four series of bonds: 2025C Housing, 2025D Transbay Taxable, 2025E Transbay Tax-exempt, and 2026 Mission Bay South. The 2025C Housing bond will be used to fund affordable housing loans. 2025D Transbay Taxable will fund private use portions of Under Ramp Park, and 2025E Transbay Tax-exempt will be used to fund the Under Ramp Park. The 2026 Mission Bay South bond will be used to fund developer reimbursements. The total principal amount of these four bond series is estimated at \$202.5 million.

OCII also plans to issue refunding bonds in an estimated principal amount of \$124.3 million to refund its tax-exempt series 2014A, 2016B, and 2016C bonds (the “Refunded Bonds”). The Refunded Bonds were issued to fund, or refund prior bonds that funded, infrastructure in Mission Bay South. OCII will also monitor its bond portfolio to determine if market conditions favor refunding additional bonds. As per OCII’s debt policy, refunding bonds must achieve at least three percent net present value debt service savings.

## 8. Operations Budget

In FY 2025-26 OCII will expend \$20.0 million to fund its operational costs, which is \$1.0 million less than FY 2024-25. This decrease is due to a reduction in non-labor costs based on a review of prior year expenditures, offset by the Cost of Living Adjustments and increase in OCII's retiree health and pension expenditures.

Specifically, OCII will expend \$10.2 million on salaries and benefits, which reflects labor costs for 55 Full-Time Equivalent staff, the same number of staff as FY 2024-25. OCII will expend the remaining \$5.6 million on non-labor expenses such as services from City departments, consulting services for legal and other professional services, insurance, materials and supplies, employee training, and software licensing fees. In addition to staffing and non-labor expenses, OCII will expend \$4.2 million on its retirement obligations, which are retiree health and pension.

Exhibit 15 details the sources and uses for OCII's operations. OCII will fund the majority of its operating costs with property tax and other funds, which includes developer fees. Bond proceeds will fund staff time on bond-related projects.

**Exhibit 15: FY 2025-26 Operations, YOY Sources by Uses, *Millions***

<b>Sources</b>	<b>FY 24-25</b>	<b>FY 25-26</b>	<b>Change</b>	<b>% Change</b>
Bond Proceeds	\$0.9	\$1.0	\$0.1	11.1%
Reserve Funds	\$1.0	\$1.2	\$0.2	20.0%
Other Funds	\$5.9	\$6.9	\$1.0	16.9%
Property Tax	\$13.2	\$10.8	(\$2.4)	-18.2%
<b>Total</b>	<b>\$21.0</b>	<b>\$20.0</b>	<b>(\$1.0)</b>	<b>-4.8%</b>
<b>Uses</b>				
Salaries and Benefits	\$10.3	\$10.2	(\$0.1)	-1.0%
Non-Labor	\$6.8	\$5.6	(\$1.2)	-17.6%
Retiree Health and Pension	\$3.9	\$4.2	\$0.3	7.7%
<b>Total</b>	<b>\$21.0</b>	<b>\$20.0</b>	<b>(\$1.0)</b>	<b>-4.8%</b>

The table below details on the non-labor uses in the FY 2025-26 budget.

**Exhibit 16: FY 2025-26 Non-Labor Uses**

Use	Amount (\$M)
Work Orders with City Departments	\$2.8
Professional Services	\$1.5
Insurance	\$0.6
Other Current Expenses	\$0.5
Software and Information Technology	\$0.1
Legal Services	\$0.1
<b>Total</b>	<b>\$5.6</b>

The operational work performed via work orders with City departments is detailed below.

**Exhibit 17: FY 2025-26 Operational Work Orders with City Departments, Millions**

Department	Service	Amount (\$M)
Mayor's Office of Housing & Community Development (MOHCD)	Affordable Housing Services	\$1.4
Office of City Administrator (ADM)	Rent, Mail, Office of Labor Standards Enforcement	\$0.9
Controller	Accounting and Audit Services	\$0.2
Department of Technology	IT Services	\$0.2
Office of Economic and Workforce Development (OEWD)	Contract Compliance Support	\$0.1
City Attorney	Legal Services	\$0.1
Treasurer Tax Collector	Investment Management	<\$0.1
Planning Department	Planning Review	<\$0.1
<b>Total</b>		<b>\$2.8</b>

Other items of note in the non-labor budget include:

- **Affordable Housing Services:** The proposed FY 2025-26 budget includes \$1.4 million for affordable housing services provided by the Mayor's Office of Housing and Community Development.
- **Legal Services Related to OCII's General Operations:** The proposed FY 2025-26 Operations budget includes \$0.1 million for legal services. Legal costs specific to projects are embedded into the project budgets.
- **Other Professional Services:** The proposed FY 2025-26 budget includes \$1.5 million for professional services, which includes \$1.0 million for affordable housing professional services.
- **Other Current Expenses:** The proposed FY 2025-26 budget includes \$0.5 million for other current expenses:
  - \$0.2 million for facilities improvements, materials and supplies, off-site records storage, and mail and reproduction;
  - \$0.2 million for recruitment, employee training, and field expenses; and

- \$0.1 million for Commission and Oversight Board meeting expenses, including audiovisual recording of Commission meetings by SFGOV TV.

## 9. Budgeted Positions

The proposed FY 2025-26 budget contains 55 Full Time Equivalent (“FTE”s).

**Exhibit 18: FY 2025-26 Budgeted Positions**

Title	Class	FY 24-25	FY 25-26	YOY	Add Active/Vacant/Attrited
		FTE	FTE		
		Prior	Current	Difference	
		Year FTE	Year FTE		
Accountant III	695	1	1	0	1.0 FTE Active
Accountant IV	1100	1	1	0	1.0 FTE Active
Accounting Supervisor	970	1	1	0	1.0 FTE Active
Administrative Secretary - A	810	1	1	0	1.0 FTE Active
Assistant Development Specialist-Housing	705	1	1	0	1.0 FTE Active
Associate Planner	730	1	1	0	1.0 FTE Active
Commission Secretary	995	1	1	0	1.0 FTE Active
Contract Compl. Sp. II	640	1	1	0	1.0 FTE Active
Contract Compl. Sp. III	1065	1	1	0	1.0 FTE Active
Contract Compl. Supervisor	585	1	1	0	1.0 FTE Active
Deputy Director	1060	1	1	0	1.0 FTE Active
Deputy Director	1060	1	1	0	1.0 FTE Active
Deputy General Counsel	525	1	1	0	1.0 FTE Active
Development Specialist HPS.CP	615	1	1	0	1.0 FTE Active
Development Specialist Mission Bay	615	1	1	0	1.0 FTE Active
Development Specialist-Housing	615	1	1	0	1.0 FTE Active
Development Specialist-Housing	615	1	1	0	1.0 FTE Active
Development Specialist-Transbay	615	1	1	0	1.0 FTE Active
EA to Executive Director	1000	1	1	0	1.0 FTE Active
Executive Director	500	1	1	0	1.0 FTE Active
General Counsel	520	1	1	0	1.0 FTE Active
Housing Construction Specialist	1025	1	1	0	1.0 FTE Active
Housing Program Manager	540	1	1	0	1.0 FTE Active
HPSSr. Project Manager	550	1	1	0	1.0 FTE Active
Human Resources Manager	965	1	1	0	1.0 FTE Active
Mgmt. Assistant III-Finance	1030	0	1	1	1.0 FTE Active
Mgmt. Assistant III-Programs/Projects	1030	0	1	1	1.0 FTE Active
Principal Personnel Analyst	1110	1	1	0	1.0 FTE Active
Project Manager Mission Bay	590	1	1	0	1.0 FTE Active
Project Manager-Transbay	590	1	1	0	1.0 FTE Active
Record Specialist II - A	855	1	1	0	1.0 FTE Active
Senior Development Specialist-Housing	595	1	1	0	1.0 FTE Active
Senior Development Specialist-Housing	595	1	1	0	1.0 FTE Active
Senior Planner	655	1	1	0	1.0 FTE Active
Senior Programmer Analyst - A	720	1	1	0	1.0 FTE Active
Staff Associate V - A	930	1	1	0	1.0 FTE Active
Staff Associate VI	921	1	1	0	1.0 FTE Active
Sr. Financial Analyst	630	1	1	0	1.0 FTE Active
Senior Office Assistant - A	860	1	2	1	2.0 FTE Active
Development Svcs Manager	535	1	1	0	Attrition
Financial Systems Accountant	670	1	1	0	Attrition
Senior Engineer	1010	1	1	0	Attrition
Assistant Development Specialist-Mission Bay	705	1	1	0	Attrition
Senior Development Specialist Dev Services	595	1	1	0	Attrition
Senior Development Specialist-Dev Services	595	1	1	0	Attrition
Mgmt. Assistant II	1035	2	0	-2	Tx to Mgmt Assistant III
Asst. Project Manager-HPS/CP	990	1	0	-1	Tx to Senior Office Assistant
Accountant II	775	1	1	0	Vacant due to Phase of Project
Asst. Project Manager-HPS/CP	990	1	1	0	Vacant due to Phase of Project
Contract Compl. Sp. II	640	1	1	0	Vacant due to Phase of Project
Development Specialist HPS.CP	615	1	1	0	Vacant due to Phase of Project
Development Specialist-Dev Services	615	1	1	0	Vacant due to Phase of Project
Project Manager HPS/CP	590	1	1	0	Vacant due to Phase of Project
Senior Development Specialist-Mission Bay	595	1	1	0	Vacant due to Phase of Project
Senior Planner	655	1	1	0	Vacant due to Phase of Project
Staff Associate II	915	1	1	0	Vacant due to Phase of Project

# Office of Community Investment and Infrastructure

## FY 2025-26 Budget



# OCII Mission and Objectives

## **Within Mission Bay, Transbay & Shipyard/Candlestick**

- Invest in these communities by accelerating the delivery of and access to new housing, especially affordable units
- Build public infrastructure and open spaces
- Maximize opportunities for local businesses and workers
- Implement wind down of activities under the State Redevelopment Dissolution Law

## **Mission Bay, Transbay, & Shipyard /Candlestick to provide:**

- 28k housing units, approximately 47% affordable
- 379 acres of parks and open space
- 13 million sq. ft. commercial space

# OCII FY 25-26 Major Initiatives – Projects



Mission Bay Block 9A

## Infrastructure/Parks

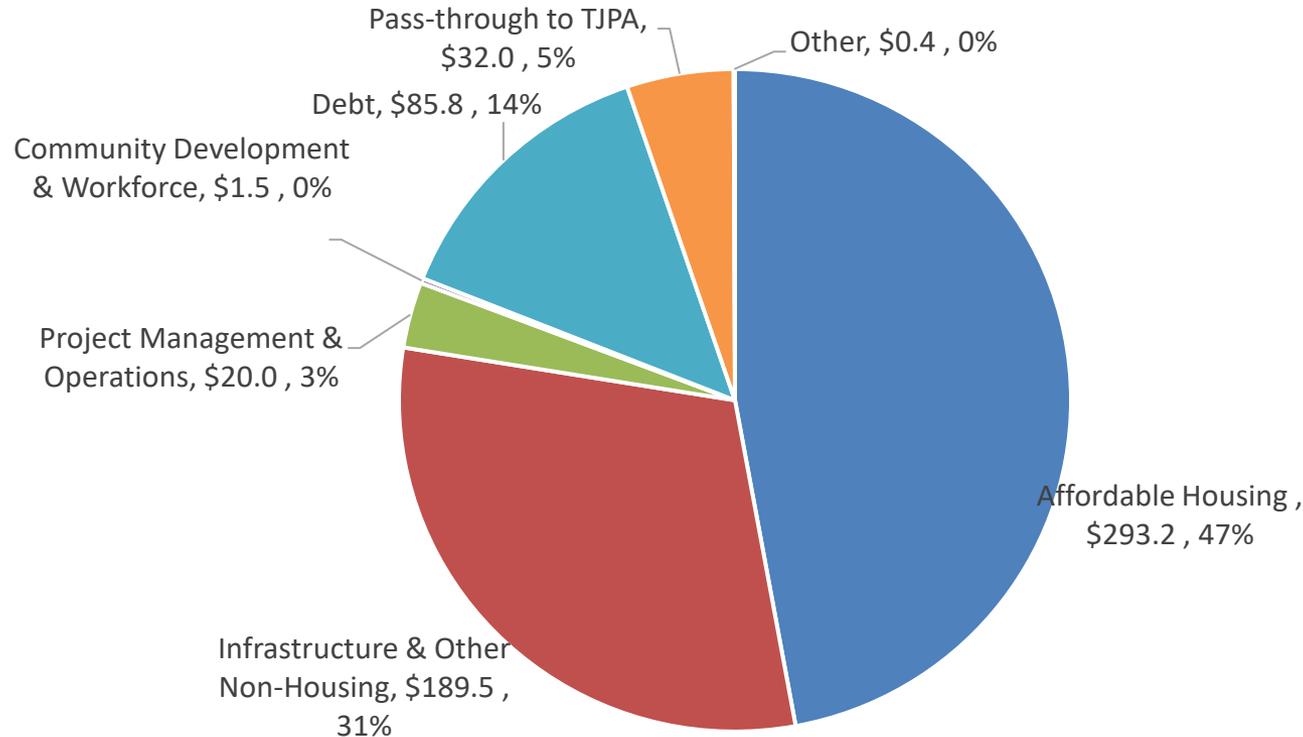
- Mission Bay- Complete parks, pump station, pedestrian walkway
- Transbay- Continue construction of Clementina Street Improvements and design of Under Ramp Park
- CP/HPS-
  - Begin CP infrastructure construction
  - Complete HPS Phase 1 infrastructure construction.

## Housing

- Predevelopment loans for MB Block 12W and TB Block 4
- Complete designs for MB Block 4E.
- Complete construction TB2E, TB2W
- Achieve 100% occupancy MB 9A, HPS 52/54, and HPS 56

# Budget: FY25-26 Uses

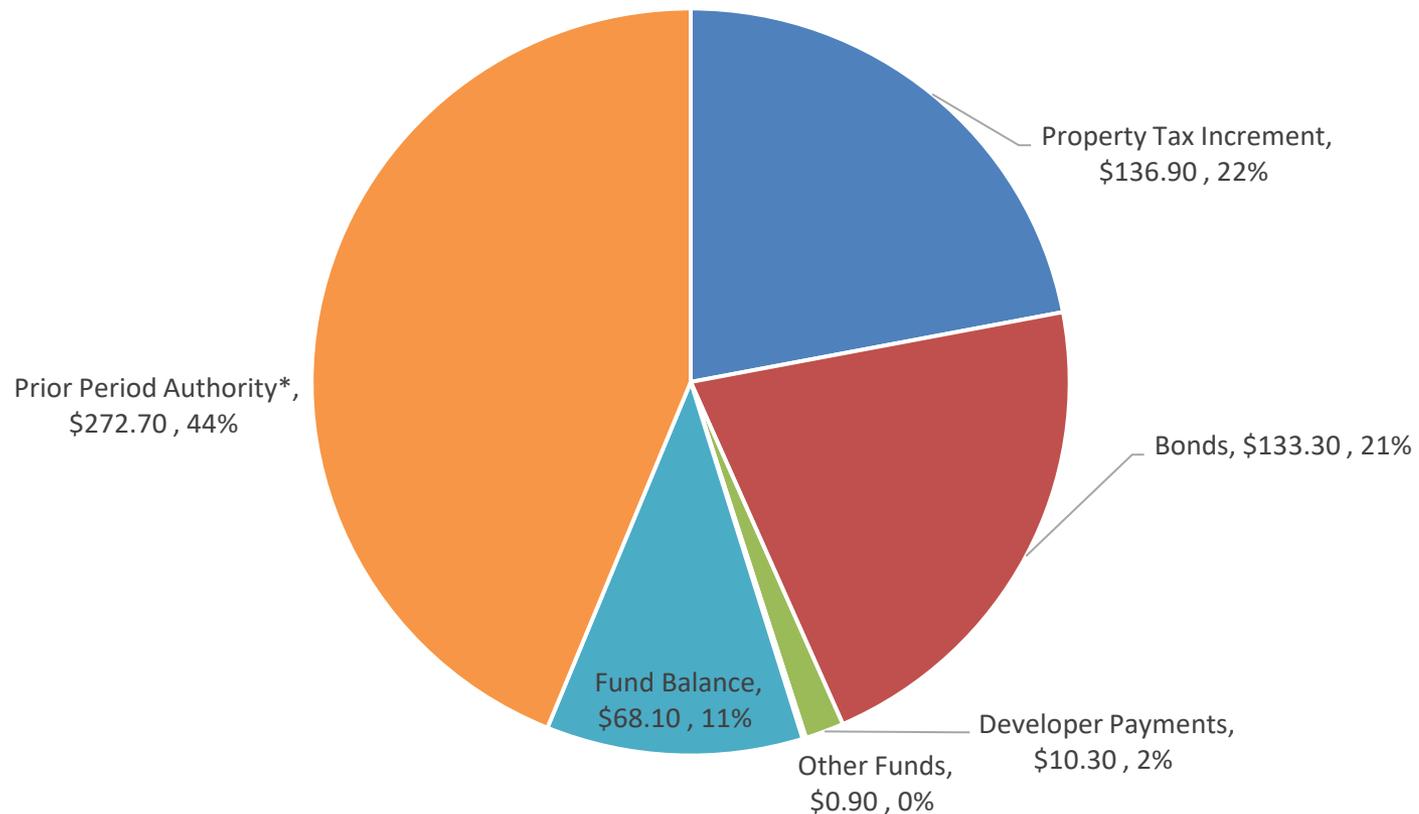
*Of OCII's total FY 25-26 budget of \$622.2M, the primary uses are Affordable Housing and Infrastructure & Other Non-Housing.*



OCII's mission and objectives are to build affordable housing, parks and open spaces, and commercial spaces. Additionally, we maximize local business and employment opportunities. Our budget allocations help achieve these goals as the majority of our funds are dedicated to affordable housing (47%) and infrastructure work (31%), along with community development and workforce expenditures.

# Budget: FY25-26 Sources

*Primary Budget Sources are  
Prior Period Authority, Property Tax Increment, and Bonds.*



\*Prior Period Authority is expenditure carried forward from prior year, including affordable housing loans awarded but not yet drawn down fully and multi-year construction budgets.

# OCII Performance Measures: Housing Production Obligation

## OCII-Funded Retained Affordable Housing Production Obligation, by Project Area

Project Status	Mission Bay	Transbay	HP Shipyard / Candlestick Point	Replacement Housing	Total	% of Total
Completed & Occupied	1,744	721	626	0	<b>3,091</b>	24%
In Construction	0	332	0	0	<b>332</b>	3%
In Predevelopment	163	0	477	233	<b>873</b>	7%
In Planning	0	322	386	314	<b>1,022</b>	8%
Future Development	0	130	2,280	5,295	<b>7,705</b>	59%
<b>Total</b>	<b>1,907</b>	<b>1,505</b>	<b>3,769</b>	<b>5,842</b>	<b>13,023</b>	100%

In FY 2025-26, OCII will complete 332 OCII-funded affordable housing units, including 150 unit in Transbay 2W and 182 units in Transbay 2E.

# OCII Performance Measures: Parks & Open Space Completions

## OCII's Park & Open Space Completions

	Mission Bay	Transbay	Hunters Point Shipyard / Candlestick Point	Total Acres
Parks and Open Space Completions by Acreage				
FY 25-26 Completions	0.55	-	-	0.55

In FY 2025-26, OCII will complete 0.55 acres of parks and open space in Mission Bay.

# OCII Performance Measures: Community Workforce Development

OCII's Equal Opportunity Programs ("EOP") program applies to all OCII-administered contracts, including Development and Disposition Agreements, ground leases, and loan agreements, among others. OCII administers the EOP program on all stages of a project, from design through construction. OCII reports on the EOP to its Commission annually.

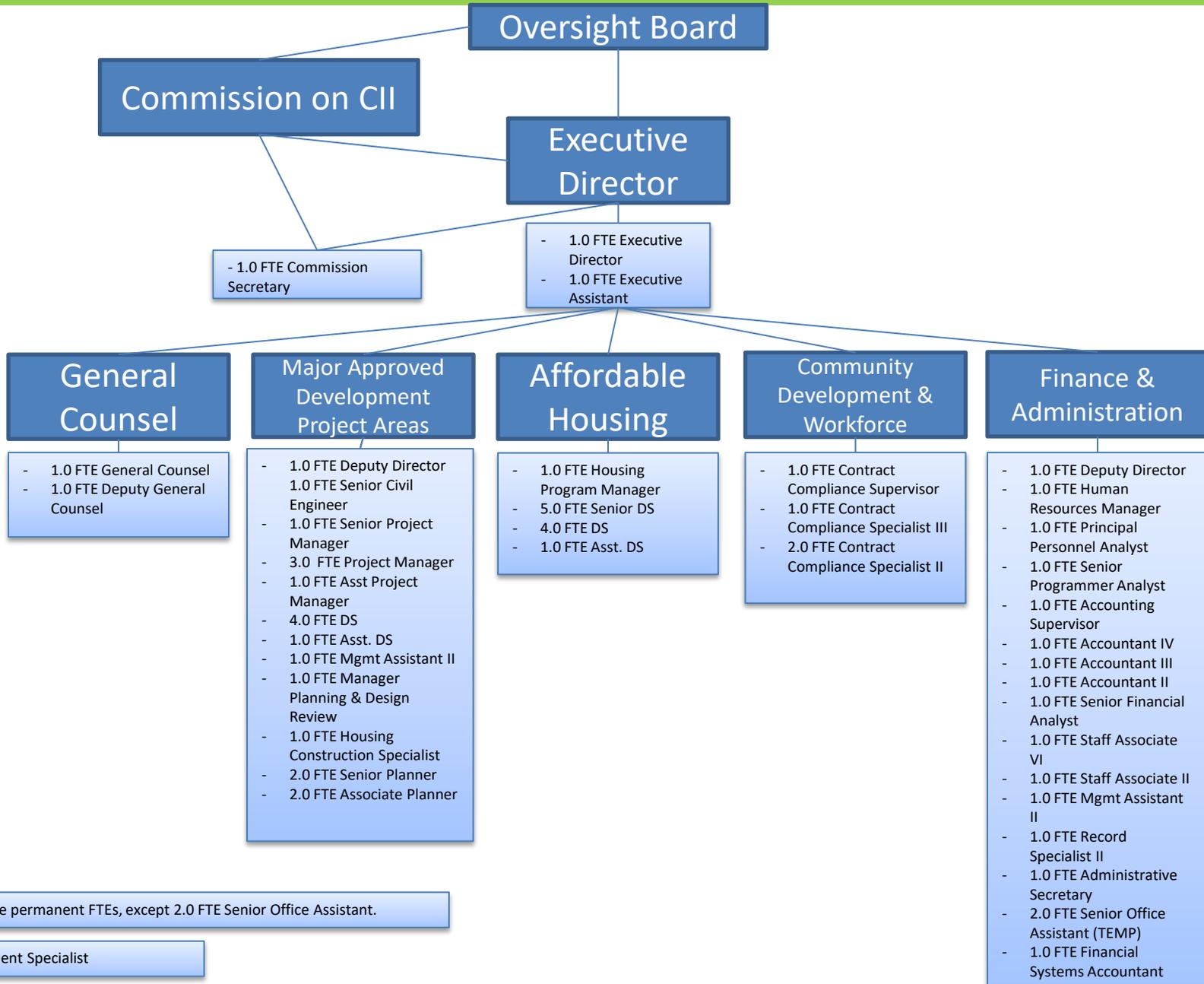
- **Contracting**

- Since 2012, OCII has administered over \$6.2 billion in contracts, of which \$2.0 billion has been awarded to small business enterprises ("SBE"). Of this amount, \$1.1 billion has been awarded to San Francisco-based SBEs.
- Additionally, \$1.1 billion of the total has been awarded to minority and women-owned businesses.

- **Workforce Development**

- Since 2012, over 53,285 workers have performed over 19.2 million construction hours on OCII-administered projects.
- 8,025 SF residents performed 3.8 million hours, garnering \$162.9 million in wages.

# Organizational Chart



All positions are permanent FTEs, except 2.0 FTE Senior Office Assistant.

DS = Development Specialist

# Staffing

Vacancy Status	Division	Position	Vacant as of Date
<b>VACANT DUE TO DEVELOPMENT PHASE OF PROJECTS</b>			
	Finance/Administration	Accountant II	Oct-24
	Contract Compliance	Contract Compl. Sp. II	Jun-23
	Design-Review Planning	Associate Planner	Jun-23
	Design-Review Planning	Senior Planner	Jun-22
	Development Services	Development Specialist	Sep-21
	Project Management	Asst Project Manager	Jun-22
	Project Management	Project Manager	Jun-18
	Project Management	Senior Development Specialist	Jan-22
	Staff Associate	Staff Associate II-Media Relations	Mar-19
	Development Services	Development Services Manager	Dec-20
	Engineering	Senior Civil Engineer	Dec-16
	Finance/Administration	Financial Systems Accountant	Feb-22
	Project Management	Assistant Development Specialist	Apr-22
	Development Services	Senior Development Specialist	Oct-21
	Development Services	Senior Development Specialist	Oct-24

# Staffing

OCII has 15 vacancies, as of June 2025, an increase from 6 in FY 19-20.

Staffing	FY 19-20	FY 20-21	FY 21-22	FY 22-23	FY 23-24	FY 24-25	FY 25-26
Vacancies	6	9	16	20	15	15	15

The vacancy amounts are due to

- (1) Development status of projects;
- (2) Retirements, attrition, and promotions; and
- (3) Challenges posed by COVID-19 to recruitment of new staff, as well as general competition for talent.

# OCII Response to Mayor's 25-26 Budget Instructions

- OCII's budget is not funded by General Fund; the City's interest is in Property Tax Increment ("PTI"), which is ~20% of OCII's annual budget and is remitted to OCII prior to General Fund dollars to the City
- The state (Dept. of Finance) approves OCII's expenditures of PTI, the vast majority of which funds fixed and mandatory costs such as debt service, affordable housing loans, and retiree health and pension payments.
- In response to the Mayor's Budget Instructions in December 2024, OCII reduced its operating costs funded by Property Tax Increment by 17.4% (\$13.2M to \$10.9M), to meet the 15% requirement.
- Additionally, OCII reviews its Property Tax Increment needs biannually with the Controller's Office and sizes its request based on need.

# Office of Community Investment and Infrastructure



**OVERSIGHT BOARD TO THE SUCCESSOR AGENCY OF THE  
REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO**

**RESOLUTION NO. 01 – 2025**  
*Adopted January 30, 2025*

**APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR  
JULY 1, 2025 TO JUNE 30, 2026 (“ROPS 25-26”)**

- WHEREAS, Under Assembly Bill No. 1X 26 (, Stats. 2011-12, Ch. 5) (“AB 26”), the State of California dissolved the Redevelopment Agency of the City and County of San Francisco (the “Former Agency”) and transferred by operation of law certain obligations of the Former Agency to the Successor Agency to the Redevelopment Agency of the City and County of San Francisco, commonly known as the Office of Community Investment and Infrastructure (“OCII” or “Successor Agency”). AB 26 and subsequent amendments are primarily codified in Parts 1.8 and 1.85 of the California Health and Safety Code, (the “Redevelopment Dissolution Law”); and,
- WHEREAS, The Redevelopment Dissolution Law requires, among other things, a successor agency to perform obligations required under certain pre-dissolution enforceable obligations of the former redevelopment agency and to submit Recognized Obligation Payment Schedules (“ROPS”) to DOF on an annual basis for the purpose of listing and approving expenditures for these enforceable obligations. Cal. Health & Safety Code § 34177 (a) and (c). In addition, Redevelopment Dissolution Law authorizes successor agencies to create new enforceable obligations if they are “in compliance with an enforceable obligation [as defined by subdivision (d) of §34171] that existed prior to June 28, 2011.” Cal Health & Safety Code § 34177.3 (a) and to make expenditures under these ancillary enforceable obligations if the expenditures are listed on DOF-approved ROPS; and,
- WHEREAS, Senate Bill No. 593 (“SB 593”) which was enacted in October 2023 and became effective on January 1, 2024, authorizes OCII to use a limited form of tax increment financing to fund and develop the 5,842 units that the Former Agency destroyed and that were never replaced (“Replacement Housing Obligation”). SB 593 authorizes debt financing secured by redevelopment property tax increment that would otherwise be allocated to the City and County of San Francisco after other existing obligations of OCII are paid; and,
- WHEREAS, Cal. Health & Safety Code § 34177 (o) (1) states that, commencing with the ROPS covering the period from July 1, 2016, to June 30, 2017 and for each period from July 1 to June 30, thereafter, a successor agency shall submit an Oversight Board-approved ROPS to the Department of Finance and to the County Auditor-Controller no later than February 1, 2016, and each February 1 thereafter; and,

WHEREAS, On May 29, 2013, DOF issued to OCII, under Cal. Health & Safety Code § 34179.7, a “finding of completion” after OCII conducted a financial review of its funds and agreed to pay certain unobligated funds for the benefit of taxing entities. Under Redevelopment Dissolution Law, a finding of completion provides, among other things, relief from certain restrictions on the use of a successor agency’s funds; and,

WHEREAS, Under special legislation applying only to San Francisco, the Redevelopment Dissolution Law authorizes OCII to issue bonds or incur other indebtedness to finance the construction of affordable housing and Transbay infrastructure required by enforceable obligations, subject to the approval of the Oversight Board and DOF review. Senate Bill No. 107 (Stats. 2015, Ch. 325, §§ 9 & 27) (codified at Cal. Health & Safety Code § 34177.7) (“SB 107”); and,

WHEREAS, The ROPS for the period July 1, 2025 to June 30, 2026 is attached to this resolution as Exhibit A, and fully incorporated in this resolution ("ROPS 25-26"); and,

WHEREAS, OCII staff recommends that the Oversight Board approve ROPS 25-26, and authorize its submission in accordance with Redevelopment Dissolution Law; and,

WHEREAS, Approval of the ROPS 25-26 is a fiscal activity that does not constitute a “Project” as defined by the California Environmental Quality Act (“CEQA”) Guidelines Section 15378(b)(4), will not independently result in a physical change in the environment, and is not subject to environmental review under CEQA; now, therefore, be it

RESOLVED, That this Oversight Board approves ROPS 25-26, including the Administrative Budget for the Successor Agency, and directs the Executive Director or their designee to take such actions as may be necessary to submit the ROPS 25-26 to the City Controller and Department of Finance, to post ROPS 25-26 on the internet website of the Oversight Board, and to take any other actions appropriate to comply with the Redevelopment Dissolution Law’s requirements relating to the ROPS.

I hereby certify that the Oversight Board at its meeting of January 30, 2025, adopted the foregoing resolution.

  
Board Secretary

Exhibit A:

- A-1 ROPS 25-26 Detail Worksheet
- A-2 ROPS 25-26 Notes Worksheet
- A-3 Cash Balances Report
- A-4 ROPS 25-26 Summary
- A-5 ROPS 25-26 Oversight Board Workshop Memo dated January 16, 2025

Item #	Project Name / Debt Obligation	Obligation Type	Contract/ Agreement Execution Date	Contract Agreement / Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 25-26 Total	25-26A (July-December)					25-26A Total	25-26B (January-June)					25-26B Total
											Fund Sources						Fund Sources					
										\$ 630,134,999.00												
										Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
1	Agency Admin Operations	Admin Costs	7/1/2025	6/30/2026	Agency and contracted staff resources	Agency and contracted staff resources	ADM	\$ 3,617,319.00	N	\$ 3,617,319.00					\$ 3,617,319	\$ 3,617,319.00						\$ -
7	Agency Admin Operations	Miscellaneous	7/1/2025	6/30/2026	CALPERS	Accrued Pension Liability	ADM	\$ 116,209,720.00	N	\$ 3,401,046.00				\$ 3,401,046		\$ 3,401,046.00						\$ -
9	Agency Admin Operations	Miscellaneous	7/1/2025	6/30/2026	CalPERS	Retiree Medical payments	ADM	\$ 800,093.00	N	\$ 800,093.00				\$ 800,093		\$ 800,093.00						\$ -
21	HPS Phase 1 DDA	OPA/DDA/Construction	12/2/2003	12/31/2030	Various payees listed below	Disposition and Development Agreement	HPS-CP	\$ 11,480,366.00	N	\$ -						\$ -						\$ -
22	Letter Agreement	Project Management Costs	4/5/2005	12/31/2030	CCSF/ DPW (Phase 1)	City staff (Taskforce) reimbursement for work performed on HPS	HPS-CP	\$ 5,000,000.00	N	\$ 1,000,000.00			\$ 1,000,000.00			\$ 1,000,000.00						\$ -
23	Interagency Cooperative Agreement-HPS	Project Management Costs	2/11/2005	12/31/2030	CCSF/ City Attorney or outside counsel (Phase 1)	City attorney or outside counsel reimbursement for work performed on HPS	HPS-CP	\$ 1,100,000.00	N	\$ 220,000.00			\$ 220,000.00			\$ 220,000.00						\$ -
24	Interagency Cooperative Agreement-HPS	Project Management Costs	2/11/2005	12/31/2030	CCSF/ DPH (Phase 1)	City staff reimbursement for work performed on HPS	HPS-CP	\$ 1,000,000.00	N	\$ 200,000.00			\$ 200,000.00			\$ 200,000.00						\$ -
25	Consulting Contract	Professional Services	7/1/2016	6/30/2039	MJF/Other	Administrative support for the HPS CAC	HPS-CP	\$ 8,750,000.00	N	\$ 325,000.00			\$ 325,000.00			\$ 325,000.00						\$ -
26	HPS Phase 1 DDA-Community Benefits Agreement	OPA/DDA/Construction	12/2/2003	12/31/2029	Various payees	Phase 1 DDA required transfer of Community benefits funds	HPS-CP	\$ 493,366.00	N	\$ 493,366.00			\$ 493,366.00			\$ 493,366.00						\$ -
30	HPS Phase 2 DDA	OPA/DDA/Construction	6/3/2010	6/30/2050	Various payees listed below	Disposition and Development Agreement	HPS-CP	\$ 3,660,074,192.00	N	\$ -						\$ -						\$ -
31	Consulting Services	Professional Services	7/1/2019	6/30/2050	TBD	Consultant: Relocation services	HPS-CP	\$ 1,000,000.00	N	\$ -			\$ -			\$ -						\$ -
32	Legal Services Contract	Professional Services	2/3/2009	6/30/2050	Kutak Rock (Phase 2) or outside counsel	Legal services contract related to property transfer	HPS-CP	\$ 500,000.00	N	\$ -			\$ -			\$ -						\$ -
33	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/30/2050	CCSF/ Planning(Phase 2)	City staff reimbursement for work performed on HPS	HPS-CP	\$ 980,000.00	N	\$ 140,000.00			\$ 140,000.00			\$ 140,000.00						\$ -
34	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/30/2050	CCSF/ City Attorney or outside counsel (Phase 2)	City attorney or outside counsel reimbursement for work performed on HPS	HPS-CP	\$ 12,500,000.00	N	\$ 500,000.00			\$ 500,000.00			\$ 500,000.00						\$ -
35	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/30/2050	CCSF/ DPW (Phase 2)	City staff reimbursement for work performed on HPS	HPS-CP	\$ 10,500,000.00	N	\$ 1,500,000.00			\$ 1,500,000.00			\$ 1,500,000.00						\$ -
36	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/30/2050	CCSF/ OEWD (Phase 1 & 2)	City staff reimbursement for work performed on HPS	HPS-CP	\$ 1,500,000.00	N	\$ 60,000.00			\$ 60,000.00			\$ 60,000.00						\$ -
37	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/30/2050	CCSF/ DPH (Phase 2)	City staff reimbursement for work performed on HPS	HPS-CP	\$ 6,160,000.00	N	\$ 385,000.00			\$ 385,000.00			\$ 385,000.00						\$ -
39	Transportation Plan Coordination	Project Management Costs	6/3/2010	12/30/2050	CCSF/ MTA (Phase 2)	City staff reimbursement for work performed on HPS	HPS-CP	\$ 1,785,000.00	N	\$ 255,000.00			\$ 255,000.00			\$ 255,000.00						\$ -
41	Legal Service Contact	Professional Services	10/1/2017	12/30/2050	Jones Hall (Phase 2) or outside counsel	Bond counsel and legal financial consultants	HPS-CP	\$ 1,850,000.00	N	\$ 74,000.00			\$ 74,000.00			\$ 74,000.00						\$ -

Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract Agreement / Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 25-26 Total	25-26A (July-December)					25-26A Total	25-26B (January-June)					25-26B Total
											Fund Sources						Fund Sources					
										\$ 630,134,999.00	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF							
										Total						Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		
42	Legal Services Contract	Professional Services	9/30/2017	12/30/2050	Shute Mihaly (Phase 2) or outside counsel	Legal services contract related to State Lands	HPS-CP	\$ 2,380,000.00	N	\$ 340,000.00			\$ 340,000.00			\$ 340,000.00						\$ -
43	State Lands Staff Reimbursement	Project Management Costs	4/6/2011	12/30/2050	State Lands Commission (Phase 2)	State Lands staff reimbursement for work performed on HPS	HPS-CP	\$ 625,000.00	N	\$ 25,000.00			\$ 25,000.00			\$ 25,000.00						\$ -
44	State Parks Staff Reimbursement	Project Management Costs	4/6/2011	12/30/2050	CA State Parks and assoc. payees (Phase 2)	State Parks staff reimbursement for work performed on HPS and other consultants effectuating transfer	HPS-CP	\$ 550,000.00	N	\$ 22,000.00			\$ 22,000.00			\$ 22,000.00						\$ -
48	Financial Services	Professional Services	8/1/2018	12/30/2050	Various	Real Estate economic advisory services	HPS-CP	\$ 2,500,000.00	N	\$ 100,000.00			\$ 100,000.00			\$ 100,000.00						\$ -
49	Phase 2 DDA & Tax Increment Allocation Pledge Agreement - Hunters Point Shipyard	OPA/DDA/Construction	6/3/2010	12/30/2098	Successor Agency and CP DEVELOPMENT CO., LP	Phase 2 DDA & Tax Increment Allocation Pledge Agreement	HPS-CP	\$ 3,500,000,000.00	N	\$ 1,282,090.00				\$ 641,045.00		\$ 641,045.00				\$ 641,045.00		\$ 641,045.00
75	Conveyance Agreement between the US Government and the Agency	Miscellaneous	3/31/2004	6/30/2039	Department of the Navy and others	Orderly clean up and transfer of balance of HPS property	HPS-CP	\$ 50,000.00	N	\$ -			\$ -			\$ -						\$ -
76	Property Management	Property Maintenance	1/1/2014	12/30/2050	Various vendors	Repairs and maintenance as needed to maintain property	HPS-CP	\$ 250,000.00	N	\$ 50,000.00			\$ 50,000.00			\$ 50,000.00						\$ -
77	Lease for Building 606 to SFPD	Miscellaneous	5/1/1997	6/30/2038	Department of the Navy	Lease for SFPD facility	HPS-CP	\$ 1,725,750.00	N	\$ 132,750.00			\$ 132,750.00			\$ 132,750.00						\$ -
78	Lease Between the US Government and the Agency	Miscellaneous	10/1/2008	6/30/2038	Department of the Navy	Lease for Buildings 103, 104, 115, 116, 117 & 125	HPS-CP	\$ 3,410,550.00	N	\$ 262,350.00			\$ 262,350.00			\$ 262,350.00						\$ -
79	Consulting Contract	Professional Services	12/20/2009	8/1/2038	Langan (Phase 1 & Phase 2)/Various	Environmental and engineering services	HPS-CP	\$ 4,324,892.00	N	\$ 332,684.00			\$ 332,684.00			\$ 332,684.00						\$ -
84	Mission Bay North Owner Participation Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	FOCIL-MB, LLC	Owner Participation Agreement with FOCIL for construction of MBN Infrastructure and Repayment of CFD Bonds	Mission Bay North	\$ 61,918,000.00	N	\$ -						\$ -						\$ -
86	Tax Increment Allocation Pledge Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency, City & County of San Francisco, FOCIL-MB, LLC (3rd party beneficiary), TBD financial consultant and other parties included in agency costs	Tax Increment Allocation Pledge Agreement	Mission Bay North	\$ 61,918,000.00	N	\$ 10,532,006.00		\$ 10,532,006.00				\$ 10,532,006.00						\$ -
87	Mission Bay South Owner Participation Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	FOCIL-MB, LLC	Developer reimbursements for infrastructure	Mission Bay South	\$ 335,920,000.00	N	\$ 45,632,732.00	\$ 42,333,372.00		\$ 3,299,360.00			\$ 45,632,732.00						\$ -
88	Tax Increment Allocation Pledge Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency, FOCIL-MB, LLC (3rd party beneficiary), TBD financial consultant and other parties included in agency costs	Tax Increment Allocation Pledge Agreement	Mission Bay South	\$ 335,920,000.00	N	\$ 7,000,000.00						\$ -			\$ 7,000,000.00			\$ 7,000,000.00
89	Mission Bay Agency Costs Reimbursements	Project Management Costs	7/1/2025	6/30/2026	Successor Agency and other parties included in Agency Costs	Reimbursement of Agency Costs to implement the OPAs	Mission Bay North, Mission Bay South	\$ 3,212,635.00	N	\$ 3,212,635.00	\$ 2,573,700.00	\$ 138,850.00	\$ 500,085.00			\$ 3,212,635.00						\$ -
90	Third Party Financial Consultant-DPW Contract	Project Management Costs	8/1/2022	7/31/2027	TBD	Contract with DPW to reimburse Financial Consultants for review of FOCIL reimbursements	Mission Bay North, Mission Bay South	\$ 2,500,000.00	N	\$ 300,000.00	\$ 285,000.00	\$ 15,000.00			\$ 300,000.00							\$ -
91	Mission Bay Art Program	Professional Services	10/26/1998	11/2/2028	San Francisco Arts Commission	Use of Art Fees as required by the Redevelopment Plans	Mission Bay North, Mission Bay South	\$ 833,361.00	N	\$ 833,361.00			\$ 833,361.00			\$ 833,361.00						\$ -

Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract Agreement / Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 25-26 Total	25-26A (July-December)					25-26A Total	25-26B (January-June)					25-26B Total
											Fund Sources						Fund Sources					
										\$ 630,134,999.00												
										Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF							
																Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		
102	Tax Increment Sales Proceeds Pledge Agreement (Tax Increment)	OPA/DDA/Construction	1/20/2005	1/20/2050	Transbay Joint Powers Authority	The tax increment generated from the sale and development of the State-owned parcels is pledged to TJPA for development of the Transit Center as required by the Redevelopment Plan and Cooperative Agreement. The TJPA has executed a Transportation Infrastructure Finance and Innovation Act (TIFIA) loan with the U.S. Department of Transportation that will be repaid with tax increment from the State-owned parcels.	Transbay	\$ 1,065,000,000.00	N	\$ 32,000,000.00				\$ 16,000,000.00		\$ 16,000,000.00				\$ 16,000,000.00		\$ 16,000,000.00
105	Implementation Agreement	OPA/DDA/Construction	1/20/2005	8/4/2036	Various	The Agency shall execute all activities related to the implementation of the Transbay Redevelopment Plan, including, but not limited to, activities related to major infrastructure improvements, including new public parks, new pedestrian oriented alleys, and widened sidewalks, etc. The project cost for implementation of the Transbay Redevelopment Plan activities set forth in the Agreement shall be an indebtedness incurred by the Agency and included in the Agency's annual budget submitted to the City	Transbay	\$ 106,568,187.00	N	\$ -						\$ -						\$ -
109	Implementation Agreement Legal Review	Legal	7/1/2025	6/30/2026	City Attorney or outside counsel	Review of all documents and contracts for the Transbay Plan	Transbay	\$ 7,000.00	N	\$ 7,000.00			\$ 7,000.00		\$ 7,000.00							\$ -
115	Transbay Projections, Planning, Outreach, and Analysis	Professional Services	7/1/2025	6/30/2026	Various	Consultant and advisory services for implementation of Transbay Plan	Transbay	\$ 751,150.00	N	\$ 751,150.00			\$ 751,150.00		\$ 751,150.00							\$ -
151	The Mexican Museum	Miscellaneous	12/14/2010	12/14/2025	The Mexican Museum/CCSF	A Grant Agreement with the Mexican Museum to provide funding for predevelopment, design and construction of tenant improvements for a new museum associated with a new mixed-use project on a site that includes 706 Mission Street and Agency disposition parcel CB-1-MM	YBC	\$ 6,557,098.00	N	\$ 6,557,098.00	\$ 4,997,089.00		\$ 1,560,009.00		\$ 6,557,098.00							\$ -
161	Candlestick Point and Phase 2 of the Hunters Point Shipyard-Alice Griffith Funding	OPA/DDA/Construction	6/3/2010	12/31/2081	CP Development Co., LP/ McCormack Baron Salazar	Agency funding obligation for 504 Alice Griffith Units	HPS-CP-Housing	\$ 66,800,000.00	N	\$ -					\$ -							\$ -
218	Disposition and Development Agreement -Hunters Point Shipyard Phase 1; affordable housing program funded by LMIHF for HPS Phase 1	OPA/DDA/Construction	12/2/2003	6/30/2062	Successor Agency	Contractual obligation to fund & construct affordable housing under Hunters Point Shipyard-Phase 1 Disposition and Development Agreement	HPS-CP-Housing	\$ 13,200,000.00	N	\$ -					\$ -							\$ -
219	Phase 2 DDA & Tax Increment Allocation Pledge Agreement (Housing Portion)	OPA/DDA/Construction	6/3/2010	6/30/2062	Successor Agency	Phase 2 DDA & Pledge of Property Tax Revenues to fulfill affordable housing obligations in Candlestick Point-Hunters Point Shipyard-Phase 2 Disposition and Development Agreement - see Notes	HPS-CP-Housing	\$ 664,220,000.00	N	\$ 520,784.00	\$ 260,392.00		\$ 130,196.00		\$ 390,588.00				\$ 130,196.00		\$ 130,196.00	
220	Mission Bay North Tax Allocation Pledge Agreement (Housing Portion); affordable housing program funded by LMIHF for Mission Bay North	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency	Pledge of Property Tax Revenues under Mission Bay North Tax Allocation Pledge Agreement -see Notes	Mission Bay North - Housing	\$ 61,980,000.00	N	\$ -					\$ -							\$ -
226	Mission Bay South Tax Allocation Pledge Agreement (Housing Portion); affordable housing program funded by LMIHF for Mission Bay South	Miscellaneous	11/16/1998	11/16/2043	Successor Agency	Pledge of Property Tax Revenues under Mission Bay South Tax Allocation Pledge Agreement - see Notes	Mission Bay South - Housing	\$ 274,000,000.00	N	\$ 856,182.00	\$ 856,182.00				\$ 856,182.00							\$ -
237	Affordable housing production obligation under Section 5027.1 of Cal. Public Resources Code; affordable housing program funded by LMIHF for Transbay	OPA/DDA/Construction	6/21/2005	6/21/2050	Successor Agency	Affordable housing production/funding requirements of LMIHF for Transbay - see Notes	Transbay - Housing	\$ 131,760,000.00	N	\$ 1,119,361.00			\$ 1,119,361.00		\$ 1,119,361.00							\$ -

Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract Agreement / Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 25-26 Total	25-26A (July-December)					25-26A Total	25-26B (January-June)					25-26B Total	
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		
										\$ 630,134,999.00 Total													
297	Tax Allocation Bond Series 2006A	Bonds Issued On or Before 12/31/10	8/24/2006	8/1/2036	Bank of New York	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 14,741,505.00	N	\$ 5,830,000.00						\$ -				\$ 5,830,000.00		\$ 5,830,000.00	
303	Tax Allocation Bond Series 2007A	Bonds Issued On or Before 12/31/10	11/8/2007	8/1/2037	Bank of New York	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 84,405,000.00	N	\$ 9,503,288.00						\$ -				\$ 9,503,288.00		\$ 9,503,288.00	
321	Tax Allocation Bond Series 2009E	Bonds Issued On or Before 12/31/10	12/17/2009	8/1/2039	U.S. Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 52,040,000.00	N	\$ 7,587,650.00						\$ -				\$ 7,587,650.00		\$ 7,587,650.00	
345	Tax Allocation Bond Admin (ALL)	Project Management Costs	7/1/2025	6/30/2026	SFRA, CCSF: Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Portfolio Management	All Project Areas with Bond/Loan Obligations	\$ 724,788.00	N	\$ 724,788.00	\$ 172,282.00		\$ 552,506.00			\$ 724,788.00						\$ -	
349	Project Related Employee Reimbursable	Project Management Costs	7/1/2014	6/30/2050	Various HPS Project Staff	HPS project transportation and meeting expenses	HPS-CP	\$ 70,000.00	N	\$ 2,800.00			\$ 2,800.00			\$ 2,800.00						\$ -	
354	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/31/2030	CCSF/ Planning(Phase 1)	City staff reimbursement for work performed on HPS	HPS-CP	\$ 5,000.00	N	\$ 1,000.00			\$ 1,000.00			\$ 1,000.00						\$ -	
355	Interagency Cooperative Agreement-HPS	Project Management Costs	7/1/2014	6/30/2050	CCSF/ Public Utilities Commission (Phase 2)	City staff reimbursement for work performed on HPS (Phase 2)	HPS-CP	\$ 5,698,000.00	N	\$ 814,000.00			\$ 814,000.00			\$ 814,000.00						\$ -	
361	CP Development Co Funds for AG Development	OPA/DDA/Construction	6/3/2010	6/30/2036	Double Rock Ventures LLC/affiliated LP	Funding required for construction subsidy	HPS-CP-Housing	\$ 18,590,000.00	N	\$ -						\$ -						\$ -	
376	Interagency Cooperative Agreement-HPS	Project Management Costs	1/1/2014	6/30/2050	CCSF/ Fire Department (Phase 2)	City staff reimbursement for work performed on HPS (Phase 2)	HPS-CP	\$ 1,250,000.00	N	\$ 50,000.00			\$ 50,000.00			\$ 50,000.00						\$ -	
377	HPS Phase 2 DDA-Community Benefits Agreement	Miscellaneous	3/1/2014	6/30/2050	Legacy Foundation	Scholarship Program	HPS-CP	\$ 3,000,000.00	N	\$ 226,900.00			\$ 226,900.00			\$ 226,900.00						\$ -	
378	HPS Phase 2 DDA-Community Benefits Agreement	OPA/DDA/Construction	3/1/2014	6/30/2050	TBD	Education Improvement Fund	HPS-CP	\$ 9,500,000.00	N	\$ 500,000.00			\$ 500,000.00			\$ 500,000.00						\$ -	
381	HPS Infrastructure Design Review and Permitting Technical Support Contract	Professional Services	1/1/2019	6/30/2050	Hollins Consulting /Other Engineering Support Services	Technical support and engineering services for vertical and horizontal design review and permitting	HPS-CP	\$ 9,000,000.00	N	\$ 600,000.00			\$ 600,000.00			\$ 600,000.00						\$ -	
389	Tax Allocation Bond Series MBS2014A	Bonds Issued After 12/31/10	3/11/2014	8/1/2043	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 46,485,000.00	N	\$ 3,499,250.00						\$ -				\$ 3,499,250.00		\$ 3,499,250.00	
391	Design and Construction of Under Ramp Park	Professional Services	1/20/2005	8/4/2036	CCSF, including Public Works, or alternate Construction Management Consulting firm	Design and Construction of UnderRamp Park	Transbay	\$ 49,100,002.00	N	\$ 49,100,002.00	\$ 47,229,349.00		\$ 1,870,653.00			\$ 49,100,002.00						\$ -	
395	HPS Blocks 52/54 Affordable Housing	OPA/DDA/Construction	8/7/2018	12/1/2077	Various	HPS Blocks 52/54 Affordable Housing Predevelopment and Construction	HPS-CP-Housing	\$ 33,576,352	N	\$ 33,576,352.00	\$ 33,576,352.00					\$ 33,576,352.00						\$ -	
396	Tax Allocation Bond Series 2014B	Bonds Issued After 12/31/10	12/30/2014	8/1/2035	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 14,860,000.00	N	\$ 2,453,065.00						\$ -				\$ 2,453,065.00		\$ 2,453,065.00	
397	Tax Allocation Bond Series 2014C	Bonds Issued After 12/31/10	12/30/2014	8/1/2029	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 1,590,000.00	N	\$ 444,500.00						\$ -				\$ 444,500.00		\$ 444,500.00	
398	Other Professional Services - HPSY P2	Project Management Costs	7/1/2018	6/30/2050	Various vendors	Other Professional Services - HPSY P2	HPS-CP	\$ 15,000,000.00	N	\$ 600,000.00			\$ 600,000.00			\$ 600,000.00						\$ -	
399	Tax Allocation Series MBN2016A	Refunding Bonds Issued After 6/27/12	4/21/2016	8/1/2041	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 58,825,000.00	N	\$ 5,186,250.00						\$ -				\$ 5,186,250.00		\$ 5,186,250.00	
400	Tax Allocation Series MBS2016B	Refunding Bonds Issued After 6/27/12	4/21/2016	8/1/2043	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 35,425,000.00	N	\$ 3,191,250.00						\$ -				\$ 3,191,250.00		\$ 3,191,250.00	
401	Tax Allocation Series MBS2016C	Refunding Bonds Issued After 6/27/12	4/21/2016	8/1/2041	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 57,300,000.00	N	\$ 5,220,000.00						\$ -				\$ 5,220,000.00		\$ 5,220,000.00	

Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract Agreement / Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 25-26 Total	25-26A (July-December)					25-26A Total	25-26B (January-June)					25-26B Total
											Fund Sources						Fund Sources					
										\$ 630,134,999.00												
										Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF							
																Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		
402	Tax Allocation Series MBS2016D	Bonds Issued After 12/31/10	9/20/2016	8/1/2043	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 42,626,540.00	N	\$ 5,500,000.00					\$ -				\$ 5,500,000.00		\$ 5,500,000.00	
403	Candlestick Point Block 10a Affordable Housing	OPA/DDA/Construction	12/6/2016	6/1/2081	Candlestick 10a Associates, L.P.	HPS-CP Block 10a Affordable Housing Predevelopment and Construction	HPS-CP-Housing	\$ 57,508,000.00	N	\$ 1,613,000.00	\$ 1,613,000.00				\$ 1,613,000.00						\$ -	
404	Candlestick Point Block 11a Affordable Housing	OPA/DDA/Construction	2/7/2017	6/1/2081	Candlestick Point 11a, A California Limited Partnership	HPS-CP Block 11a Affordable Housing Predevelopment and Construction	HPS-CP-Housing	\$ 63,000,000.00	N	\$ 1,173,000.00	\$ 1,173,000.00				\$ 1,173,000.00						\$ -	
406	Transbay Block 4 Affordable Housing Funding	OPA/DDA/Construction	12/31/2021	12/31/2078	TBD	Funding required for predevelopment	Transbay - Housing	\$ 97,000,000	N	\$ 5,015,000.00		\$ 15,000.00	\$ 5,000,000.00		\$ 5,015,000.00						\$ -	
408	Tax Allocation Series 2017A Affordable Housing Bonds	Bonds Issued After 12/31/10	3/29/2017	8/1/2044	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 21,500,000.00	N	\$ 3,918,365.00					\$ -				\$ 3,918,365.00		\$ 3,918,365.00	
409	Tax Allocation Series 2017B Transbay Bonds	Bonds Issued After 12/31/10	3/29/2017	8/1/2046	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 19,850,000.00	N	\$ 992,500.00					\$ -				\$ 992,500.00		\$ 992,500.00	
410	Tax Allocation Series 2017C Mission Bay New Money and Refunding Housing Bonds	Bonds Issued After 12/31/10	3/29/2017	8/1/2043	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 25,750,000.00	N	\$ 2,957,819.00					\$ -				\$ 2,957,819.00		\$ 2,957,819.00	
411	Enforceable Obligation Support	Project Management Costs	7/1/2025	6/30/2026	Various	Enforceable Obligation Support. Agency costs that fund project support	Various	\$ 8,034,292.00	N	\$ 8,034,292.00	\$ 813,514.00		\$ 5,896,792.00	\$ 661,993.00	\$ 7,372,299.00				\$ 661,993.00		\$ 661,993.00	
412	Surety Bond Credit Program	OPA/DDA/Construction	7/1/2018	6/30/2050	TBD	Surety Bond and Credit Program	HPS-CP	\$ 750,000.00	N	\$ 250,000.00			\$ 250,000.00		\$ 250,000.00						\$ -	
413	Transbay Block 2 West Affordable Housing Funding	OPA/DDA/Construction	3/1/2021	3/1/2080	TBD	Funding required for predevelopment and construction subsidy	Transbay - Housing	\$ 41,281,385	N	\$ 41,281,385.00	\$ 16,960,992.00		\$ 24,320,393.00		\$ 41,281,385.00						\$ -	
415	Tax Allocation Series 2017D Housing Refunding Bonds	Bonds Issued After 12/31/10	11/30/2017	8/1/2041	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 42,405,000.00	N	\$ 5,035,807.00					\$ -				\$ 5,035,807.00		\$ 5,035,807.00	
416	Transbay Block 2 East Affordable Housing Funding	OPA/DDA/Construction	3/1/2021	3/1/2080	TBD	Funding required for predevelopment and construction subsidy	Transbay - Housing	\$ 56,401,750.00	N	\$ 56,401,750.00	\$ 20,513,815.00	\$ 23,224,088.00	\$ 12,663,847.00		\$ 56,401,750.00						\$ -	
420	HPS Block 56 Affordable Housing	OPA/DDA/Construction	4/7/2020	12/1/2078	Hunters Point Block 56, L.P.	HPS Block 56 Affordable Housing Predevelopment and Construction	HPS-CP-Housing	\$ 19,896,183	N	\$ 19,896,183.00	\$ 19,896,183.00				\$ 19,896,183.00						\$ -	
421	Tax Allocation Bond Series 2017E	Bonds Issued After 12/31/10	11/30/2017	8/1/2041	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 15,645,000.00	N	\$ 1,007,825.00					\$ -				\$ 1,007,825.00		\$ 1,007,825.00	
423	Design and Construction Monitoring of Under Ramp Park	Professional Services	7/1/2011	9/19/2029	Various including CMG Landscape Architecture, Transbay Joint Powers Authority, Caltrans, and Sheedy Drayage Co.	Payment for conceptual designs through construction contract administration for select open space and streetscape improvements in the Transbay Project Area	Transbay	\$ 3,001,083.00	N	\$ 3,001,083.00			\$ 3,001,083.00		\$ 3,001,083.00						\$ -	
428	Mission Bay South Block 12W	OPA/DDA/Construction	7/7/2025	7/6/2085	TBD	Funding required for predevelopment and construction subsidy for affordable housing project in partial fulfillment of MBS OPA Requirements	Mission Bay South - Housing	\$ 140,560,680	N	\$ 5,000,000.00		\$ 2,940,904.00	\$ 2,059,096.00		\$ 5,000,000.00						\$ -	
431	Design monitoring and Construction of Transbay Park	Professional Services	9/18/2018	10/25/2029	CCSF, including: Department of Public Works, Municipal Transportation Agency, Recreation and Parks, among other City agencies	Coordination of design review through City Departments and ancillary streetscape improvement, parcel preparation costs, construction management and administration of improvements	Transbay	\$ 53,708,952.00	N	\$ 53,708,952.00	\$ 47,839,396.00		\$ 5,869,556.00		\$ 53,708,952.00						\$ -	
433	Tax Allocation Bond Series 2021A - SB107 Housing Bond	Bonds Issued After 12/31/10	12/15/2021	8/1/2032	TBD	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 111,370,000.00	N	\$ 13,816,581.00					\$ -				\$ 13,816,581.00		\$ 13,816,581.00	
436	Mission Bay South Block 4E Phase I	SB 593 Housing/OPA/DDA/Construction	9/3/2024	9/2/2084	TBD	Funding required for predevelopment and construction subsidy for affordable housing project in partial fulfillment of MBS OPA Requirements	Mission Bay South - Housing	\$ 99,009,190	N	\$ 99,009,190.00	\$ 95,831,519.00	\$ 1,567,334.00	\$ 1,610,337.00		\$ 99,009,190.00						\$ -	

Item #	Project Name / Debt Obligation	Obligation Type	Contract/ Agreement Execution Date	Contract Agreement / Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 25-26 Total	25-26A (July-December)					25-26A Total	25-26B (January-June)					25-26B Total
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
										\$ 630,134,999.00	Fund Sources						Fund Sources					
										Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
437	Tax Allocation Bond Series 2023B - Infrastructure Bond	Bonds Issued After 12/31/10	9/14/2023	8/1/2053	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 35,210,000.00	N	\$ 1,803,475.00						\$ -				\$ 1,803,475.00		\$ 1,803,475.00
439	Tax Allocation Bond Series 2023A- Affordable Housing Bond	Bonds Issued After 12/31/10	9/14/2023	8/1/2041	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 22,450,000.00	N	\$ 2,191,806.00						\$ -				\$ 2,191,806.00		\$ 2,191,806.00
442	Replacement Housing Enforceable Obligation Support	Project Management Costs	7/1/2025	6/30/2026	Successor Agency, TBD	Agency and contracted staff resources	Replacement Housing	\$ 345,118.00	N	\$ 345,118.00				\$ 345,118.00		\$ 345,118.00						\$ -
443	Transbay Block 12	OPA/DDA/Construction	7/1/2024	6/30/2081	TBD	TB 12 Funding required for predevelopment and construction	Transbay - Housing	\$ 40,000,000.00	N	\$ 5,015,000.00	\$ 5,000,000.00	\$ 15,000.00				\$ 5,015,000.00						\$ -
444	Community Facilities District 6 Series 2023 - Special Tax Bond	Bonds Issued After 12/31/10	11/30/2023	8/1/2043	TBD	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 112,070,000.00	N	\$ 8,391,713.00			\$ 8,391,713.00			\$ 8,391,713.00						\$ -
445	HPS Phase 1 Block 48	OPA/DDA/Construction	7/1/2024	6/30/2081	TBD	HPS Block 48 Funding required for predevelopment and construction	HPS-CP-Housing	\$ 72,000,000.00	N	\$ 5,015,000.00					\$ -	\$ 15,000.00		\$ 5,000,000.00				\$ 5,015,000.00
446	MBS Block 4E Phase II	SB 593 Housing/OPA/DDA/Construction	10/1/2025	9/30/2084	TBD	MBS Block 4E Phase II Funding required for predevelopment	Mission Bay South - Housing	\$ 117,500,000.00	N	\$ 5,000,000.00			\$ 5,000,000.00			\$ 5,000,000.00						\$ -
447	Transbay Block 4W B Affordable Housing Funding	OPA/DDA/Construction	10/1/2025	9/30/2085	TBD	Transbay Block 4W B Funding required for predevelopment and construction	Transbay - Housing	\$ 75,000,000.00	N	\$ 5,015,000.00	\$ 1,426,344.00		\$ 3,588,656.00			\$ 5,015,000.00						\$ -
448	CPN Block 7 Affordable Housing Funding	OPA/DDA/Construction	6/30/2028	6/30/2085	TBD	CPN Block 7 Funding required for predevelopment and construction	HPS-CP-Housing	\$ 30,000,000.00	N	\$ 5,015,000.00	\$ -				\$ -	\$ 5,015,000.00						\$ 5,015,000.00
449	Mission Bay South Block 12W Phase II	SB 593 Housing/OPA/DDA/Construction	7/7/2025	7/6/2085	TBD	MBS Block 12W Phase II Funding required predevelopment fulfillment of SB 593 Housing/ MBS OPA Requirements	Mission Bay South - Housing	\$ 80,500,000.00	N	\$ 5,000,000.00	\$ 887,690.00	\$ 533,203.00	\$ 3,579,107.00			\$ 5,000,000.00						\$ -
450	City Services for Housing Projects	Miscellaneous	7/1/2025	6/30/2026	Various	City department support for housing projects for coordination of infrastructure, planning and permit review.	Various - Housing	\$ 150,000.00	N	\$ 150,000.00			\$ 150,000.00			\$ 150,000.00						\$ -
451	Tax Allocation Bond Series 2025A Housing	Bonds Issued After 12/31/10	7/1/2025	6/30/2035	TBD	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 43,116,032.00	N	\$ 1,781,638.00						\$ -				\$ 1,781,638.00		\$ 1,781,638.00
452	Tax Allocation Bond Series 2025B Transbay Taxable	Bonds Issued After 12/31/10	7/1/2025	6/30/2036	TBD	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 29,340,829.00	N	\$ 1,179,415.00						\$ -				\$ 1,179,415.00		\$ 1,179,415.00
453	Tax Allocation Bond Series 2025C Transbay Tax Exempt	Bonds Issued After 12/31/10	7/1/2025	6/30/2036	TBD	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 15,547,500.00	N	\$ 518,250.00						\$ -				\$ 518,250.00		\$ 518,250.00
454	Tax Allocation Bond Series 2025D Mission Bay South	Bonds Issued After 12/31/10	7/1/2025	6/30/2044	TBD	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 67,776,250.00	N	\$ 2,149,750.00						\$ -				\$ 2,149,750.00		\$ 2,149,750.00

Source	FY 25-26
Bond Proceeds	\$ 348,152,597.00
Reserve Balance	\$ 40,097,959.00
Other Funds	\$ 104,966,554.00
RPTTF Non-Admin	\$ 133,300,570.00
RPTTF Admin (ACA)	\$ 3,617,319.00
	\$ 630,134,999.00

**Attachment A-2, ROPS 25-26  
Notes Worksheet**

<b>Number</b>	<b>Notes</b>
1	<b>Agency and Contracted Salaries &amp; Benefits and other Administrative Costs.</b> This line includes non-salary costs previously in line 4. Lines 1-4 in prior ROPS have been combined into Line 1. All costs relating to supporting enforceable obligations related to project areas and affordable housing have been moved to line 411. Costs related to replacement housing is in line 442. The administrative costs funded by the Administrative Cost Allowance represents other costs not otherwise billable to developers or charged to RPTTF.
7	<b>CalPERS Unfunded Actuarial Liability.</b> As per the Annual Valuation Report for PEPR Miscellaneuous Plan, the 25-26 ARC is \$28,867. As per the Annual Valuation Report for Classic Miscellaneuous Plan, the 25-26 ARC is \$3,372,149. Thus, the total amount due is \$3,401,016.
9	<b>Retiree Health Insurance Premiums.</b> Monthly retiree health premiums are \$_k per month or \$_k per year to pay down future liability for a total of \$_k.
21	<b>HPS Phase 1 DDA.</b> This is a sum line for Lines 22, 23, 24, 26, and 354 and half of the following lines that are shared between the two differene DDAs Phase 1 and Phase 2 Line 25,36, 48, Line 76, Line 79, Line 349 and Line 381. These are general estimates.
22	<b>HPS Phase 1 DPW Letter Agreement.</b> This is funded by Developer Reimbursements. This is an ongoing cost that the Successor Agency anticipates until the completion of the Hunters Point/Shipyard project. Both the Phase 1 DDA (under Section 10 Agency Administration) and the Interagency Cooperative Letter Agreement (on page 3 "Fees and Exactions") allow for the reimbursement of City/Successor Agency costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 1 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12/31/2030, but is subject to change depending on construction delays.
23	<b>HPS Phase 1 City Attorney/Outside Counsel.</b> This is funded by Developer Reimbursement. This is an ongoing cost that the Successor Agency anticipates until the completion of the Hunters Point/Shipyard project. Both the Phase 1 DDA (under Section 10 Agency Administration) and the Interagency Cooperative Letter Agreement (on page 3 "Fees and Exactions") allow for the reimbursement of City/Successor Agency costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 1 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12/31/2030, but subject to change depending on construction delays.
24	<b>HPS Phase 1 Department of Public Health ("DPH").</b> This is funded by Developer Reimbursement. This is an ongoing cost that the Successor Agency anticipates until the completion of the Hunters Point/Shipyard project. Both the Phase 1 DDA (under Section 10 Agency Administration) and the Interagency Cooperative Letter Agreement (on page 3 "Fees and Exactions") allow for the reimbursement of City/Successor Agency costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 1 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12/31/2030, but subject to change depending on construction delays.
25	<b>HPS Support for CAC.</b> This is funded by Developer Reimbursement. This is an ongoing cost which the Successor Agency anticipates will continue until the end of the Hunters Point/Shipyard project. The Interim Lease, (under Exhibit E-1 – Baseline Services) requires a site office/administrative services and maintenance services.
26	<b>HPS Phase 1 Community Benefits Agreement.</b> This is funded by Developer Payment. Transfer of funds is required by the Phase 1 DDA Attachment 23 Sections 2 "Establishment of a Quasi-Public Entity" and Section 3.2 "Community Benefits Budget." This line will retire after Community Funds are expended through an approved community process.
30	<b>HPS Phase 2 DDA.</b> This line and Lines 31-35,37, 39,41-44, 49, 75-78, 355, 376-378, 398, 412 are related enforceable obligations under Candlestick Point-Hunters Point Shipyard Disposition & Development Agreement (Phase 2 DDA) whereby master developer is obligated to pay Successor Agency for costs associated with pre-development & development activities and ultimately receives reimbursement for Qualified Project Costs. DOF finally and conclusively approved the Phase 2 DDA (Dec. 14, 2012) and recently approved a Fourth Amendment to the Phase 2 DDA extending its term, among other things (Oct. 23, 2024). Notably, the source of payment for Phase 2 DDA obligations, with the exception of affordable housing costs, is a portion of the RPTTF, i.e. tax increment generated from Zone 1 of the Bayview Hunters Point Project Area and Phase 2 of the Hunters Point Shipyard. The full RPTTF covers the affordable housing costs. Successor Agency payments to implement Phase 2 DDA will be in sub-lines following this master line in future ROPS. Contract expiration date reflects OCII obligations pursuant to Phase 2 DDA Schedule of Performance, which includes horizontal & vertical construction work program. Please note Line 25, 36, 48, 76,349 and 381 are ROPS lines shared Phase 1 & Phase 2.
31	<b>HPS Relocation Services.</b> This is funded by Developer reimbursement. The Federal Union Relocation Act requires relocation planning and provision of relocation benefits. The creation of new artist facilities and the relocation of existing HPS artists to a new facility are required by the Phase 2 DDA Community Benefits Plan Section 3.4 "Additional Community Facilities." Relocation services will be provided in close proximity to the new Artists' Building is completed.
32	<b>HPS Legal Services Related to Property Transfers.</b> This is funded by Developer Reimbursement. Contract expiration date reflects Successor Agency's obligations pursuant to the Navy/Agency Conveyance Agreement, through to the final Navy parcel to transfer, which is projected to be 6/30/2038 at this time, this date is subject to change depending on the Navy clean up schedule.
33	<b>HPS Phase 2 Support Services for Planning per Phase 2 DDA and Planning Memorandum of Understanding.</b> This is funded by developer reimbursements. These are ongoing costs which the Successor Agency anticipates until the completion of the Hunters Point/Shipyard project. The Phase 2 DDA Interagency Cooperation Agreement allows for the reimbursement of City costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 2 DDA Schedule of Performance, which includes a horizontal and vertical construction work
34	<b>HPS Phase 2 City attorney or outside counsel reimbursement for work performed on HPS.</b> This amount is the same amount as ROPS 21-22. We expect double the amount of work that was billed in 19-20 as the project picks up again. Project management is using the current Schedule of Performance for CP (2048 + 2 years, so annual amount multiplied by 25 years).
35	<b>HPS Phase 2 City staff reimbursement for work performed on HPS.</b> Projection based on a three year average expenditure, plus \$500,000 contingency for billing lag (based on historical experience). The Developer plans to update their Infrastructure Plan. Project management is using the current Schedule of Performance for CP (2048 + 2 years, so annual amount multiplied by 25 years).

Number	Notes
36	<b>Interagency Cooperative Agreement-HPS. This is funded by Developer Reimbursement.</b> Per the ICA, Office of Economic and Workforce Development staff work on workforce and contracting compliance for HPS Phase 1 and Phase 2 DDAs. These are ongoing costs which the Successor Agency anticipates until the completion of the Hunters Point/Shipyards project. The Phase 2 DDA Interagency Cooperation Letter Agreement allows for the reimbursement of City costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 2 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. This line is funded by Developer reimbursement for the Office of Economic and Workforce Development staff work on workforce and contracting compliance for housing and infrastructure for HPS Phase 1 and Phase 2.
41	<b>HPS Public Finance Counsel Support.</b> Implementation of the Phase 2 DDA includes the public financing of infrastructure and Qualified Project Costs for which the Successor Agency relies on specialized legal services, including bond counsel.
42	<b>HPS Phase 2 Counsel Support Related to State Lands.</b> This is funded by Developer Reimbursements. The Phase 2 DDA Sections 6.1 "Trust Exchange" and 6.2.1 "CP State Park Site" place a legally binding obligation on the Successor Agency to "effectuate the planned consolidation and reconfiguration of lands within the Project Site (HPS and Candlestick Point) that are or may be held subject to the public trust" under the jurisdiction of the State Lands Commission and/or the California Department of Parks and Recreation. The costs of consultant services and fees associated with this are enforceable obligations. The contract expiration date reflects the current three-year contract. However, the Successor Agency's obligations relating to the State Lands transfer continue through the last State Park closing associated with the Phase 2 DDA.
43	<b>HPS Phase 2 State Lands and State Parks Staff Reimbursement.</b> This is funded by Developer Reimbursements. The Phase 2 DDA Sections 6.1 "Trust Exchange" and 6.2.1 "CP State Park Site" place a legally binding obligation on the Successor Agency to "effectuate the planned consolidation and reconfiguration of lands within the Project Site (HPS and Candlestick Point) that are or may be held subject to the public trust" under the jurisdiction of the State Lands Commission and/or the California Department of Parks and Recreation. The costs of consultant services and fees associated with this are enforceable obligations. Services are provided and reimbursed on an as-needed basis pursuant to the Trust Exchange Agreement.
48	<b>HPS Phase 2 Real Estate Economic Advisory Services.</b> This is funded by Developer Reimbursements. This line is for a Real Estate Development Advisor to provide professional services on as-needed basis to provide technical peer review of proformas, independent market and financial analysis, ongoing strategic advice during development negotiations, and other real estate advisory services as needed to help meet our obligations under the Phase 1 & Phase 2 DDA.
49	<b>HPS Phase 2 DDA &amp; Tax Increment Allocation Pledge Agreement.</b> FINAL & CONCLUSIVE DETERMINATION 10/23/24. DOF issued a Final and Conclusive Determination for these enforceable obligations (Dec. 14, 2012) and recently approved amendments extending their terms, among other things (Oct. 23, 2024). The Phase 2 DDA obligates the Successor Agency to use tax increment & to issue bonds backed by tax increment generated only from portions of two project areas (BVHP Zone 1 and Phase 2 area of Hunters Point Shipyards) to pay for Qualified Project Costs, such as public infrastructure initially funded and constructed by the master developer. (See Summary Proforma of Project Costs).
75	<b>HPS Navy Conveyance Agreement.</b> This is funded by Developer Reimbursements. This line and the payments related to Navy leases are enforceable obligations under the Conveyance Agreement, which is a transfer agreement between Successor Agency and Navy that expires when last parcel transferred. The Navy sells each parcel to Successor Agency for \$1 per parcel. Contract expiration date reflects Successor Agency's obligations pursuant Navy / Agency Conveyance Agreement, through to the final Navy parcel to transfer, which is projected to be 6/30/2039, but is subject to change.
76	<b>HPS Property Management.</b> This is funded by Developer Reimbursements from lease revenues or separate developer reimbursements for property management prior to development or transfer. Maintenance services, repair or utility bills that may be required by the Interim Lease under Exhibit E-1 - Baseline Services or for OCII properties or leased property from the US Navy. These services are provided on an as-needed basis. Contract expiration date reflects OCII obligations to transfer property to the Developer per the Phase 2 DDA Schedule of Performance, which provides for completion by 6/30/2039.
77	<b>HPS Building 606 Lease to SFPD.</b> This is funded by City and County San Francisco Police Department rent payments, pursuant to the HPS Conveyance Agreement with U.S. Navy. The lease is on a month-to-month basis, and the Successor Agency will amend the lease to expire no later than the property transfer date. Contract expiration date reflects Successor Agency obligations pursuant to the Navy / Agency Conveyance Agreement, through to the final Navy parcel to transfer, which is projected to be 6/30/2038, but this date may be extended.
78	<b>HPS Navy Lease Agreement.</b> This is funded by lease revenue from the Developer as described in the Interim Lease between the Successor Agency and U.S. Navy. Contract expiration date reflects Successor Agency obligations pursuant to the Navy / Successor Agency Conveyance Agreement through to the transfer of Navy Parcel B.
79	<b>HPS Environmental and Engineering Consulting Services.</b> This is funded by Developer Reimbursement, pursuant to the Navy / Successor Agency Conveyance Agreement.
84	<b>MBN OPA.</b> FINAL & CONCLUSIVE DETERMINATION RECEIVED 1.24.14. This line shows the amount of funds that will be used to reimburse FOCIL-MB, LLC pursuant to the MBN OPA. The OPA obligates the Successor Agency to use tax increment and to issue bonds backed by tax increment (the proceeds of which are used) to repay FOCIL-MB, LLC for infrastructure. The final total amount of the Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC.
86	<b>MBN Tax Increment Allocation Pledge Agreement.</b> FINAL & CONCLUSIVE DETERMINATION 1/24/14. Subline of 84. Tax Increment Allocation Financing Plan (TIAA) obligates Successor Agency (SA) to use tax increment & issue bonds backed by tax increment, proceeds of which are used to repay FOCIL-MB, LLC for infrastructure. Total Outstanding Debt/Obligation depends on actual expenditures allowed under OPA with FOCIL-MB, LLC. Tax increment is irrevocably pledged to provide for direct reimbursement & payment of debt service on bonds, proceeds of which reimburse master developer for infrastructure. Debt Service payments are obligated by TIAA, but actual payments are in each bond line item. Payments to Master Developer for Infrastructure & non-profit developers for Affordable Housing per OPA are on separate lines. OPA allow SA to access tax increment or direct developer fees to reimburse Agency Costs, including costs of City Agencies or outside organizations for expertise to implement OPAs, based on T&M for costs allowed by OPAs. In prior years Public Works, City Attorney & other City Agencies bill FOCIL-MB who then seeks reimbursement from tax increment pledge (Line 87). FOCIL-MB can charge interest on payments to City Agencies. In this ROPS year, SA & City Agencies will be reimburse directly from Other, RPTTF, Reserve, & Bond proceeds.
87	<b>MBS OPA.</b> FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. This line shows the amount of funds that will be used to reimburse FOCIL-MB, LLC pursuant to the MBS OPA. The OPA obligates the Successor Agency to use tax increment and to issue bonds backed by tax increment, the proceeds of which are used to repay FOCIL-MB, LLC for infrastructure. The Total Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC.

Number	Notes
88	<b>MBS Tax Increment Allocation Pledge Agreement.</b> FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. The Tax Increment Allocation Financing Plan obligates the Successor Agency to use tax increment and to issue bonds backed by tax increment (the proceeds of which are used) to repay FOCIL-MB, LLC for infrastructure. The Total Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC. Tax increment is irrevocably pledged to provide for direct reimbursement and payment of debt service on bonds, the proceeds of which reimburse master developer for infrastructure installed in plan area. Debt Service payments are an obligation of the MBS Tax Increment Allocation Pledge Agreement, but the actual payments are shown under each individual bond line item. In addition, the payments to the Master Developer for Infrastructure and to non-profit developers for Affordable Housing, as obligated by the OPA, are shown on separate lines. This line is a sub-line of Line 87.
89	<b>Mission Bay Agency Costs Reimbursements.</b> OPAs allow Successor Agency to access tax increment or direct developer fees to reimburse Agency Costs, including cost of other City agencies or outside organizations whose expertise is needed to implement OPAs, based on T&M for costs allowed by OPAs. In previous years Public Works, City Attorney's Office and other City Agencies would bill FOCIL-MB who would then seek reimbursement from tax increment pledge (Line 87). FOCIL-MB is allowed to charge interest on these payments to City Agencies. To expedite payment to the Successor Agency and City Agencies, these Agencies will be reimbursed directly from Other funds, RPTTF, Reserve funds, and Bond proceeds in this ROPS year. Additionally it is anticipated that there will be a contract with third party entities to provide environmental consulting services for fiscal analysis & planning services.
90	<b>MBN and MBS DPW Construction Cost Review Consulting.</b> A consultant must review developer reimbursement requests in order to ensure such requests are appropriate per the OPAs and CFDs. This review of developer reimbursement request is a long-term obligation under the MBN and MBS OPAs that has been fulfilled through a contract between the City's Department of Public Works ("DPW") and Financial Consultants, the cost for which is paid by the Successor Agency. These costs will be paid out of Bond Proceeds in this ROPS year.
91	<b>MBN and MBS Art Program.</b> The Mission Bay Redevelopment Plans require projects with over 25,000 square feet in commercial space to pay 1% of hard costs for public art. The source of these Other funds are Developer Fees. It is anticipated the San Francisco Arts Commission will administer these funds to contract with individual artists and maintain the public art. The contract dates in this line are the start and end dates of the Mission Bay South Redevelopment Plan (the Mission Bay North Redevelopment Plan started on October 26, 1998 and ends on October 26, 2028).
102	<b>Transbay Tax Increment Sales Proceeds Pledge Agreement.</b> FINAL & CONCLUSIVE DETERMINATION RECEIVED 4/15/13. Sales proceeds and tax increment generated from the sale and development of the state-owned parcels are pledged to TJPA for development to the Transit Center as required by the Tax Increment Allocation and Sales Proceeds Pledge Agreement. TJPA will use these funds to pay debt service on the TJPA 2020 bond issuance for payment of debt service.
105	<b>Transbay Implementation Agreement.</b> FINAL & CONCLUSIVE DETERMINATION RECEIVED 4/15/13. The Agency shall execute all activities related to implementation of Transbay Redevelopment Plan, including, but not limited to, activities related to major infrastructure improvements, including new public parks, new pedestrian oriented alleys, & widened sidewalks. Project cost for implementation of Transbay Redevelopment Plan activities set forth in Agreement shall be incurred by Agency and included in Agency's annual budget submitted to City. Total outstanding obligation is estimated public improvement costs necessary to implement redevelopment plan, specifically Transbay Streetscape and Open Space Concept Plan approved in 2006. As contracts are approved they are added as separate lines in ROPS. These costs are spread between ancillary contracts to the implementation agreement and captured by Lines 107, 109, 115, 391, 423, and 431. The total outstanding obligation is the request captured in the lines listed earlier and should be revised to be \$106.5M.
109	<b>Transbay City Attorney or Outside Counsel Review.</b> This line is for review of documents related to Transbay obligations, in compliance with the Transbay Implementation Agreement (Line 105). These expenditures are required pursuant to Section 2.1 of the Transbay Implementation Agreement requiring the Successor Agency "prepare and sell certain state-owned parcels to third parties" and requiring the Successor Agency to "execute activities related to major infrastructure improvements." City Attorney's office will review and approve agreements and contracts required under the Implementation Agreement on an on-going basis. The source of funds for attorney review of development parcel documents is developer fees whenever billable. In some cases, attorney reviews may be for items that are not billable to developers (e.g. OCII sole obligations for park and certain streetscape improvements), in which case Park Fees will be used. Contract Dates and Outstanding Amount represents current year request only.
115	<b>Transbay Ancillary Contracts for Professional Services.</b> This line is pursuant to Section 2.1 of the Transbay Implementation Agreement requiring the Successor Agency to "prepare and sell certain state-owned parcels to third parties," "execute all activities related to the Implementation of the Transbay Redevelopment Plan" and "execute activities related to major infrastructure improvements." Contracts funded with Other would include items that can be reimbursed directly by developers or Park Fees. Contracts include but are not limited to economic forecasting, infrastructure planning, management, and construction. Contract Dates and Outstanding Amount represents current year request only.
151	The Mexican Museum Grant Agreement. This was a \$10.6 million grant agreement for predevelopment and tenant improvements for a museum of which \$4.0M has been spent, leaving \$6.6M as the remaining amount for expenditure.
161	<b>Alice Griffith Agency Funding Obligation.</b> FINAL & CONCLUSIVE DETERMINATION 10/23/24 (shown as line 123 on the F&C which used the ROPS III numbering system). Pursuant to HPS Phase 2 DDA, this line requests capital funds to rebuild the Alice Griffith Public Housing development, which consists of 504 units with six phases. Of the six phases, Phases 1-4 are complete. Phases 5 and 6 are now delayed and not included in this ROPS year due to master developer delay in constructing necessary infrastructure for the project.
218	<b>HPS Phase 1 Affordable Housing Obligation.</b> FINAL & CONCLUSIVE DETERMINATION 10/23/24 (shown as line 173 on the F&C which used the ROPS III numbering system). Contractual obligation under Hunters Point Shipyard-Phase 1 Disposition and Development Agreement to fund and construct affordable housing on Agency-owned parcels in HPS Phase 1. This is an estimated cost of funding 218 affordable housing units; actual amount will vary with actual cost of housing and timing of issuance of bonds. Obligation remains until affordable housing obligation is fulfilled. The estimated cost for first project (Blocks 52 & 54) has been moved to new Line 395, and second project Block 56 to new line 420.
219	<b>CP-HPS Phase 2 CP Affordable Housing Obligation.</b> FINAL & CONCLUSIVE DETERMINATION 10/23/24 (shown as line 174 on the F&C which used the ROPS III numbering system). Contractual obligations approved by DOF to fund and construct affordable housing on Agency-owned parcels in CP-HPS2.
220	<b>Mission Bay North Affordable Housing Obligation.</b> FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. This line reflects the Pledge of Property Tax Revenues, defined as Housing Increment, under Mission Bay North Tax Allocation Pledge Agreement (to which Owner is a third party beneficiary) that may be used to fulfill affordable housing obligations in Mission Bay North Owner Participation Agreement. Upon completion of housing program in MB North, tax increment is then pledged to housing program in MB South.

Number	Notes
226	<b>Mission Bay South Affordable Housing Obligation.</b> FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. This line reflects Pledge of Property Tax Revenues, defined as Housing Increment, under Mission Bay South Tax Allocation Pledge Agreement (to which Owner is a third party beneficiary) to fulfill affordable housing obligations in Mission Bay South Owner Participation Agreement. The total outstanding obligation estimate of \$274M is based upon the cost of the remaining affordable housing projects in Mission Bay South.
237	<b>Transbay Affordable Housing Obligation.</b> FINAL & CONCLUSIVE DETERMINATION RECEIVED 4/15/13. Requirement of the Implementation Agreement (Line 105) and Section 5027.1 of California Public Resources Code that terminal project include 25% of all new dwelling units in project area be available at affordable housing cost for low income households (60% AMI) and 10% of all new units be available for moderate income (120% AMI). Total outstanding debt estimated to be over life of project (page 47 of the SOI) and required funding for affordable housing obligations. Funding for the specific affordable housing projects and debt service on associated tax allocation bonds required per this obligation are shown on individual Transbay lines: Lines 238 (R.C. Apts), 239 (Blks 6/7), 374 (Blk 8), 406 (Blk 4), 413 (Blk 2 West), and 416 (Blk 2 East) and various debt service lines.
345	<b>Bond Management Administration Costs.</b> The charges reflect the cost of bond portfolio management, related accounting, CCSF and outside legal counsel, financial advisor services, fiscal consultant services and other costs directly arising from contractual, regulatory and statutory bond obligations.
349	<b>Project Related Employee Reimbursable.</b> Employee reimbursements for project related travel and other project expenses.
354	<b>HPS Phase 1 City Planning Staff Costs.</b> This is funded by Developer Reimbursement. This is an ongoing cost which the Agency anticipates until the completion of the HPS Phase 1 Project. The work program is projected to be complete by 12/31/2030 but is subject to change based on construction delays.
355	<b>HPS Phase 2 CP SF Public Utilities Commission Staff Costs.</b> This is funded by Developer Reimbursement. This is an ongoing cost which the Successor Agency anticipates until the completion of the HPS Phase 2 Project.
361	<b>CP Development Co Funds for AG Development.</b> FINAL & CONCLUSIVE DETERMINATION 10/23/24. The Phase 2 DDA Developer provides funding for the six phases of the Alice Griffith affordable housing project to supplement Successor Agency funding included in ROPS Line 161. The outstanding obligation is an estimated amount based on the Phase 2 DDA "Alice Griffith Subsidy" in the BMR Housing Plan at Section 5.4(a) and (c) and Exhibit F-C, but if overruns occur, the developer is contractually obligated to increase its contribution. As stated in the notes for line 161, Phases 1-4 are complete. The Phase 2 DDA Developer's next and final commitments will be for AG Phases 5 and 6, which will be included in a subsequent ROPS.
376	<b>HPS Phase 2 Support services.</b> This is funded by Developer Reimbursements. These are ongoing costs which the Successor Agency anticipates until the completion of the HPS project. The Phase 2 DDA Interagency Cooperation Letter Agreement allows for the reimbursement of City costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 2 DDA Schedule of Performance, which includes a horizontal and vertical construction work program.
377	<b>HPS Phase 2 Community Benefits Agreement Scholarship Program.</b> This is funded by Developer Payments. In accordance with the Phase 2 Community Benefits Plan, Exhibit G to the Phase 2 DDA, the Successor Agency will transfer funds to fulfill the Scholarship Fund obligation. Payments will be disbursed over time. See Section 1.1 of the Community Benefits Plan for Scholarship Program. In the future the Developer will contribute another 3,000,000 to this fund which is reflected in the total outstanding obligation fund column.
378	<b>HPS Phase 2 CP Community Benefits Agreement Education Improvement Fund.</b> This is funded by Developer Payment. Pursuant to the Phase 2 Community Benefit Plan, Exhibit G to the Phase 2 DDA, this is for education enhancement within Bayview Hunters Point. This is an ancillary contract in compliance with Line 49, formerly Line 67 on ROPS III, which was finally and conclusive determined to be an enforceable obligation FINAL & CONCLUSIVE DETERMINATION 10/23/24. Payments will be disbursed over time. To date, the developer has contributed \$500,000 for this fund.
381	<b>HPS Design Review and Permitting Technical Support.</b> This is funded by Developer Reimbursements. This is an ongoing cost which the Agency anticipates until the completion of the HPS Phase 1 and Phase 2. The Phase 1 DDA Section 10 and Phase 2 DDA Section 19. Agency Administration and the Interagency Cooperative Letter Agreement page 3 "Fees and Exactions" both allow for the reimbursement of City/Agency costs on an as-needed basis.
382	<b>2011 Hotel Occupancy Tax Refunding Bonds Debt Service.</b> As city pays debt service, funds are included in Other.
391	<b>Transbay Under Ramp Park Construction.</b> The Outstanding Obligation amount reflects the design and predevelopment work covered by a proposed amendment to a Predevelopment MOU (\$3.5M), construction management and City agency support services during construction (\$9.6M), and a \$36M estimate for construction, which will be partially funded with proceeds from a bond issuance in FY 25/26. Existing Bond Proceeds will fund the amendment to the Predevelopment MOU, and a combination of Bond Proceeds and Park Fees will fund Under Ramp Park's construction management and City agency support.
395	<b>HPS Affordable Housing Blocks 52/54.</b> This line is per FINAL & CONCLUSIVE DETERMINATION 10/23/24 for HPS housing obligation in umbrella line 218. \$2.5M in ROPS 14-15B for predevelopment was increased to \$4.0M in ROPS 16-17 amendment to reflect timetable extension & combining Blocks 52/54 for a more financially feasible "scattered site" development. The ROPS 20-21 included OCII's construction funding, but due to project delay, committed in ROPS 21-22 instead. The site work entity is the Rose Community Development Company, LLC, a Delaware liability company, and the loan is with HPSY 52/54 LP, a California limited partnership. Project began construction in FY 23/24, will be spending remaining funds in 25/26.
398	<b>HPS Phase 2 CP Other Professional Services.</b> This is funded by Developer Reimbursements. This is an ongoing cost which the Agency anticipates until the completion of the HPS project. Under the Candlestick Point/Hunters Point Shipyard Disposition and Development Agreement ("Phase 2 DDA") whereby the master developer, as a party to the Phase 2 DDA, is obligated to pay the Successor Agency for various costs associated with pre-development and development activities.
399	<b>Tax Allocation Series MBN2016A.</b> Mission Bay North refunding Bond.
400	<b>Tax Allocation Series MBS2016B.</b>
401	<b>Tax Allocation Series MBS2016C.</b> Mission Bay South refunding bond.
402	<b>Tax Allocation Series MBS2016D.</b> Mission Bay south subordinate bond.
403	<b>HPS Phase 2 CP Block 10a Affordable Housing.</b> This line is per FINAL & CONCLUSIVE DETERMINATION 10/23/24 for HPS Phase 2 CP housing obligation in umbrella line 219. The source for the \$3.5 million for predevelopment expenses is existing bond proceeds.
404	<b>HPS Phase 2 CP Block 11a Affordable Housing.</b> This line is per FINAL & CONCLUSIVE DETERMINATION 10/23/24 for HPS Phase 2 CP housing obligation in umbrella line 219. The source for the \$3.5 million for predevelopment expenses is existing bond proceeds.
406	<b>Transbay Block 4W A Affordable Housing.</b> This obligation complies with the Transbay Implementation Agreement (Line 237) Affordable Housing Program, which was finally and conclusively determined to be an enforceable obligation on 4/15/2013.
407	Refunding Bonds Reserve Payments. Refunding bonds requires use of reserve fund to defease bonds.
408	<b>Tax Allocation Series 2017A.</b> Affordable housing money bond.
409	<b>Tax Allocation Series 2017B.</b> Transbay Infrastructure money bond.
410	<b>Tax Allocation Series 2017C.</b> Mission Bay money and refunding affordable housing bond.

Number	Notes
411	<b>Enforceable Obligation Support.</b> This line reports the OCII costs that directly support enforceable obligations that DOF has finally and conclusively determined and that are separate from administrative costs to operate the agency, which are reported in line 1. Line 411 reflects project-related costs for enforceable obligations.
412	<b>HPS CP Surety Bond Program.</b> See Section 5.2(b) of the Phase 2 Community Benefits Agreement. Successor Agency's Surety Bond Program will be used to assist BVHP contractors in obtaining insurance and credit support that may be required in order to participate in the development of the Phase 2 Project. The total commitment is \$1,000,000 of which \$250,000 has been paid to date by the Developer.
413	<b>Transbay Block 2 West Affordable Housing.</b> Ancillary contract in compliance with the Transbay Implementation Agreement (Line 237) Affordable Housing Program, which was finally and conclusively determined to be an enforceable obligation on 4/15/2013. Gap funding approved in ROPS 23/24. Construction began in February 2024. Spending remaining funds in 25/26.
415	<b>Tax Allocation Bond Series 2017D.</b> Taxable refunding bond.
416	<b>Transbay Block 2 East Affordable Housing.</b> This obligation complies with the Transbay Implementation Agreement (Line 237) Affordable Housing Program, which was finally and conclusively determined to be an enforceable obligation on 4/15/2013. DOF approved gap funding in ROPS 23/24 for payment in subsequent ROPS cycles as permitted under Section 34177 (o)(1)(D) of Health and Safety Code. Construction began in June 2024. Remaining funds will be spent in 25/26.
419	<b>MBS Block 9A Affordable.</b> Housing construction funding for affordable housing project in partial fulfillment of MBS OPA Requirements, per final and conclusive determination regarding Mission Bay housing obligation on umbrella lines 220 and 226. The OCII gap loan closed and the Project began construction in Summer 2022. Since that time, unanticipated significant mortgage rate increases were realized. Affordable pricing for these units assumed a 4.2% mortgage rate. Added funds to reduce construction loan based on new purchase prices. Loan funds fully spent in 23/24.
420	<b>HPS Affordable Housing Block 56.</b> Per FINAL & CONCLUSIVE DETERMINATION 10/23/24 for HPS housing obligation in umbrella line 218. \$3.5M in predevelopment funds committed in ROPS 18-19. ROPS 21-22 included \$39.5 million gap construction funding that may be expended in subsequent ROPS cycles as authorized under Cal. Health & Safety Code Section 34177 (m)(1)(D) and will be funded by bonds authorized under Cal. Health & Safety Code Section 34177 (a)(1)(A). Project began construction in FY 23/24. Spending remaining funds in 25/26.
421	<b>Tax Allocation Bond Series 2017E.</b> Tax-exempt refunding bond.
423	<b>Transbay Under Ramp Design Services.</b> This obligation complies with the Transbay Implementation Agreement (Line 105), which was finally and conclusively determined to be an enforceable obligation on April 15, 2013. These expenditures are required pursuant to Section 2.1.d of the Transbay Implementation Agreement (Line 105) requiring activities related to major infrastructure improvements of the Redevelopment Plan. These contracts are all related to predevelopment services for Under Ramp Park including the project's design and engineering, design review and permitting approvals by the project's partners, storage of an art deco pavilion that is being repurposed within Under Ramp Park.
428	<b>Mission Bay South Block 12W Phase 1 Affordable Housing.</b> Site to be developed as 2 affordable housing projects. In ROPS 25/26 Phase II of the project is being broken out in a separate line 449. This is for predevelopment funding for an affordable housing project in partial fulfillment of the replacement housing obligation and, potentially, in partial fulfillment of MBS OPA Requirements, per final and conclusive determination regarding Mission Bay housing obligation on umbrella lines 220 and 226.
431	<b>Design monitoring and Construction of Transbay Park (Block 3).</b> This obligation complies with Section 201 of the Transbay Implementation Agreement (Line 105) and includes design and project management services of the Transbay Park (Block 3) and surrounding streetscapes In FY 23/24, the Transbay Park (Block 3) and Infrastructure project was converted to a phased project, prioritizing the completion of needed streetscape improvements first (Phase 1), the park's construction in its own phase (Phase 2), and the construction of a new street (Phase 3: Tehama St. extension). Construction of Phase 1 will begin in the B period of FY 24/25. The Outstanding Balance Amount reflects the remaining obligation for design and predevelopment work (\$1.86M); construction of the Phase 1 scope (\$11.5M); costs related to the park's (Phase 2) construction (\$30.43M); and costs related to construct the Tehama St. extension (\$9.9M). Bond proceeds will be used to finance construction of the park beginning in late FY25/26 or early FY26/27.
433	<b>Tax Allocation Bond Series 2021A - SB107 Housing Bond.</b>
434	<b>Bond Cost of Issuance.</b> These charges reflect cost of the bond issuance, which is funded by bond proceeds from the issued bonds and are estimates.
436	<b>Mission Bay South Block 4E Phase 1 Affordable Housing.</b> This is for permanent funding for an affordable housing project in partial fulfillment of MBS OPA Requirements, per final and conclusive determination regarding Mission Bay housing obligation on umbrella lines 220 and 226 and, potentially, partial fulfillment of the replacement housing obligation. Site to be developed as 2 affordable housing projects. Sitewide predevelopment work began in 24/25 for both phases of housing on this site. This ROPS year the full gap funding award for Phase I will be made. In ROPS 25/26 Phase II of the project is being broken out in a separate line 446.
437	<b>Tax Allocation Bond Series 2023B - Infrastructure bond.</b>
439	<b>Tax Allocation Bond Series 2023A - Affordable Housing Bond.</b>
440	<b>Tax Allocation Bond Series 2023C.</b> Removed per DOF letter April 2024.
441	<b>Tax Allocation Bond Series 2023D.</b> Removed per DOF letter April 2024.
442	<b>Replacement Housing Support.</b> This line reports the OCII staffing and contract costs that directly support replacement housing costs.
443	<b>Transbay Block 12 Affordable Housing.</b> Ancillary contract in compliance with the Transbay Implementation Agreement (Line 237) Affordable Housing Program, which was finally and conclusively determined to be an enforceable obligation on 4/15/2013. Predevelopment work will begin in ROPS 25/26.
444	<b>Community Facilities District 6 Series 2023 - Special Tax Bond.</b> Per DOF in October 2023, debt service for CFD 6 bonds are placed on ROPS.
445	<b>HPS Phase 1 Block 48 Affordable Housing.</b> Per FINAL & CONCLUSIVE DETERMINATION 10/23/24 for HPS housing obligation in umbrella line 218 and replacement housing obligation. Predevelopment funding for affordable housing project to start in ROPS 25/26.
446	<b>Mission Bay South Block 4E Phase 2 Affordable Housing.</b> In partial fulfillment of the replacement housing obligation, and, potentially, in partial fulfillment of MBS OPA Requirements, per final and conclusive determination regarding Mission Bay housing obligation on umbrella lines 220 and 226. Companion project to Mission Bay South Block 4E Phase 1 Affordable Housing shown in line 436. Shared predevelopment work began in ROPS 24/25. In ROPS 25/26 the sitewide predevelopment loan will be split into 2 predevelopment loans. This line also provides additional predevelopment funds to complete predevelopment work for Phase 2.
447	<b>Transbay Block 4W B Affordable Housing Funding.</b> Ancillary contract in compliance with the Transbay Implementation Agreement (Line 237) Affordable Housing Program, which was finally and conclusively determined to be an enforceable obligation on 4/15/2013. Block wide option was terminated. Moving forward with 2 affordable developments on a portion of the site. This line includes predevelopment funds for one of those projects.
448	<b>CPN Block 7 Affordable Housing Funding.</b> This line is per FINAL & CONCLUSIVE DETERMINATION 10/23/24 for HPS Phase 2 CP housing obligation in umbrella line 219. This line is for funding for predevelopment work to begin in ROPS 25/26.

Number	Notes
449	<b>Mission Bay South Block 12W Phase 2 Affordable Housing.</b> This is for predevelopment funding for an affordable housing project in partial fulfillment of the replacement housing obligation and, potentially, in partial fulfillment of MBS OPA Requirements, per final and conclusive determination regarding Mission Bay housing obligation on umbrella lines 220 and 226. Companion project to Mission Bay South Block 12W Phase 1 Affordable Housing shown in line 428.
450	<b>City Services for Housing Projects.</b> City staff reimbursement for work performed on behalf of OCII-funded affordable housing projects.
451	<b>Tax Allocation Bond Series 2025A - Affordable Housing Bond.</b> This line is an estimate of the debt service payment for 25-26 affordable housing bond issuance. Per 34177.a(1), Successor Agencies may put estimate of expenditure for enforceable obligations on ROPS. Per 34177m(1)(D)(ii), Successor Agencies may put an estimate of expenditure for invoices not yet received.
452	<b>Tax Allocation Bond Series 2025B - Transbay Taxable.</b> This line is an estimate of the debt service payment for a infrastructure bond. Per 34177.a(1), Successor Agencies may put estimate of expenditure for enforceable obligations on ROPS. Per 34177m(1)(D)(ii), Successor Agencies may put an estimate of expenditure for invoices not yet received.
453	<b>Tax Allocation Bond Series 2025C - Transbay Tax Exempt.</b> This line is an estimate of the debt service payment for a infrastructure bond. Per 34177.a(1), Successor Agencies may put estimate of expenditure for enforceable obligations on ROPS. Per 34177m(1)(D)(ii), Successor Agencies may put an estimate of expenditure for invoices not yet received.
454	<b>Tax Allocation Bond Series 2025D -Mission Bay South.</b> This line is an estimate of the debt service payment for a infrastructure bond. Per 34177.a(1), Successor Agencies may put estimate of expenditure for enforceable obligations on ROPS. Per 34177m(1)(D)(ii), Successor Agencies may put an estimate of expenditure for invoices not yet received.

**Attachment A-3 Cash Balances Report**

San Francisco City and County ROPS 2025-26 Annual

July 1, 2022 through June 30, 2023

A	B	C	D	E		F	G	H
		Fund Sources						
		Bond Proceeds		Reserve Balance	Other Funds	RPTTF		
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS RPTTF and Reserve Balances retained for future period(s)	Rent, Grants, Interest, etc.	Non-Admin and Admin		Comments
ROPS 22-23 Cash Balances (07/01/22- 06/30/23)								
1	<b>Beginning Available Cash Balance (Actual 07/01/22)</b> RPTTF amount should exclude A" period distribution amount"	\$ 15,390,280	\$ 259,587,992	\$ 34,080,303	\$ 124,170,390	\$ 136,717		PPA savings applied
2	<b>Revenue/Income (Actual 06/30/23)</b> RPTTF amount should tie to the ROPS 21-22 total distribution from the County Auditor-Controller	\$ -	\$ -	\$ -	\$ 41,085,666	\$ 119,377,244		Total RPTTF Received from CCSF
3	<b>Expenditures for ROPS 22-23 Enforceable Obligations (Actual 06/30/23)</b>	\$ 240,770	\$ 49,646,783	\$ 1,218,826	\$ 16,153,836	\$ 119,344,099		Total RPTTF Expendiure reported on PPA Actuals
4	<b>Retention of Available Cash Balance (Actual 06/30/23)</b> RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	\$ 15,149,510	\$ 209,941,208	\$ 32,861,478	\$ 149,102,221	\$ -		Total pledged for future ROPS on PPA Actuals
5	<b>ROPS 22-23 RPTTF Prior Period Adjustment</b> RPTTF amount should tie to the Agency's ROPS 22-23 PPA form submitted to the CAC			No entry required		\$ 169,862		Total RPTTF Savings for 22-23
6	<b>Ending Actual Available Cash Balance (06/30/23) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)</b>	0	0	0	(0)	0		

**Attachment A-4, ROPS 25-26**

<b>Requested Funding for Obligations</b>		<b>25-26A Total</b>	<b>25-26B Total</b>	<b>ROPS Total</b>
<b>A</b>	<b>Obligations Funded as Follows (B+C+D)</b>	<b>\$ 483,187,110</b>	<b>\$ 10,030,000</b>	<b>\$ 493,217,110</b>
B	Bond Proceeds	\$ 343,122,597	\$ 5,030,000	\$ 348,152,597
C	Reserve Balance	\$ 40,097,959	\$ -	\$ 40,097,959
D	Other Funds	\$ 99,966,554	\$ 5,000,000	\$ 104,966,554
<b>E</b>	<b>Redevelopment Property Tax Trust Fund (RPTTF) (F+G)</b>	<b>\$ 26,716,171</b>	<b>\$ 110,201,718</b>	<b>\$ 136,917,889</b>
F	<i>RPTTF</i>	\$ 23,098,852	\$ 110,201,718	\$ 133,300,570
G	<i>Administrative RPTTF</i>	\$ 3,617,319	\$ -	\$ 3,617,319
<b>H</b>	<b>Current Period Obligations (A+E)</b>	<b>\$ 509,903,281</b>	<b>\$ 120,231,718</b>	<b>\$ 630,134,999</b>

107-0732024-002

Agenda Item No. 5(A)  
Meeting of January 16, 2025**INFORMATIONAL MEMORANDUM****TO:** Oversight Board**FROM:** Thor Kaslofsky, Executive Director**SUBJECT:** Workshop on the Recognized Obligation Payment Schedule for July 1, 2025 to June 30, 2026 (“ROPS 25-26”)**EXECUTIVE SUMMARY**

Redevelopment Dissolution Law requires (“Successor Agencies”) to annually create a Recognized Obligation Payment Schedule (“ROPS”) to set forth the revenue sources and payment amounts for enforceable obligations. Successor Agencies prepare the ROPS for a twelve-month fiscal period that begins July 1 and ends June 30. ROPS are due to the Department of Finance (“DOF”) and the County Auditor Controller on February 1 of each year. Any amendments to an approved ROPS are only permitted once a year and are subject to DOF review with relatively strict standards for approval.

The Office of Community Investment and Infrastructure (“OCII”) , operating as Successor Agency to the San Francisco Redevelopment Agency, is seeking approval of a ROPS for the twelve-month fiscal period of July 1, 2025, through June 30, 2026 (“ROPS 25-26”). ROPS 25-26 includes expenditures for existing enforceable obligations and other expenses authorized under Redevelopment Dissolution Law.

The total funding requested in the ROPS 25-26 is \$630.1 million (see breakdown below). OCII will expend the majority of these funds on affordable housing loans in the Hunters Point Shipyard (“HPS” or “Shipyard”) and Transbay Project Areas.

- \$348.2 million in Bond Proceeds
- \$40.1 million in Reserve Funds
- \$105.0 million Other Funds
- \$133.0 million in Redevelopment Property Tax Trust Fund (“RPTTF”) Non-Admin
- \$0.3 million in RPTTF Residual
- \$3.6 million in RPTTF Admin

In ROPS 25-26, OCII will expend \$136.9 million in RPTTF Non-Admin, RPTTF Residual, and RPTTF Admin, which is a decrease of \$4.0 million or 2.9% from the ROPS 24-25 request of \$140.9 million. The primary factors driving this are a decrease in infrastructure funding owed in pledged RPTTF for Transbay Joint Powers Authority (“TJPA”) and developer reimbursements, a planned decrease in debt service schedule, and a decrease due to the use of Other Funds for staffing costs funded by RPTTF in prior year funding.

Staff will incorporate Oversight Board input into the draft ROPS for final approval. Pending Oversight Board Approval, staff will submit the ROPS to DOF on or before February 1, 2025.

## **DISCUSSION**

### ***Definition of Enforceable Obligations***

The ROPS sets forth the payments required to be made pursuant to “enforceable obligations,” which Dissolution Law (Cal. Health & Safety Code § 64710 et seq.) defines as, among other things, bonds, loans, judgments or settlements, any “legally binding and enforceable agreement or contract that is not otherwise void as violating the debt limit or public policy,” “contracts or agreements necessary for the administration or operation of the Successor Agency”, and certain “amounts borrowed from or payments owing to the Low and Moderate Income Housing Fund of a redevelopment agency,” as well as certain other obligations.

Dissolution Law requires that Successor Agencies shall complete approved development projects that are subject to enforceable obligations. Importantly, Dissolution Law expressly requires Successor Agencies to honor pledges of increment associated with enforceable obligations of former redevelopment agencies to the extent that the property tax revenue is necessary for expenditure in a particular fiscal year. Dissolution Law also provides for Successor Agencies to enter into new agreements relying on an expenditure of property tax revenues (formerly tax increment) if the new agreement is “in compliance with an enforceable obligation” that existed prior to redevelopment dissolution and approved by DOF. Cal. Health and Safety Code §§ 34177.3 (A).

Successor agencies may also request that DOF finally and conclusively determine that certain obligations are enforceable obligations under Dissolution Law. DOF has finally and conclusively determined that the following long-term, master development agreements are enforceable obligations:

- Disposition and Development Agreement (“DDA”) for HPS Phase 1;
- DDA for Candlestick Point-HPS Phase 2 (“HPS/CP”);
- Transbay Implementation Agreement;
- Owner Participation Agreement (“OPA”) for Mission Bay North; and
- OPA for Mission Bay South.

In December 2015, DOF approved OCII’s Long Range Property Management Plan, which governs disposition and use of the Former San Francisco Redevelopment Agency’s real property and requires OCII to dispose of those assets, including the transfer of affordable housing projects to the Mayor’s Office of Housing and Community Development after OCII has funded and ensured completion of those housing projects.

To ensure that successor agencies only expend funds related to approved enforceable obligations, DOF requires successor agencies to submit ROPS for DOF approval. Successor agencies are required to obtain Oversight Board approval of the ROPS and to submit the approved ROPS to the DOF and the

County Auditor Controller on February 1 of each year. After DOF approves the ROPS, the Redevelopment Dissolution Law, Cal. Health and Safety Code 34177 (o) (1) (D), authorizes the Oversight Board to amend the approved ROPS only once per twelve-month period.

### ***Definition of Replacement Housing***

The Community Redevelopment Law (“CRL”) required redevelopment agencies to construct affordable units whenever it destroyed or removed units that had been occupied by low- or moderate-income households. Cal. Health & Safety Code § 33413 (a). This requirement became effective January 1, 1976, applied only to future actions of a redevelopment agency, and established standards for the long-term affordability of those replacement housing units.

Prior to 1976, the Former Agency had destroyed, as part of federally-funded urban renewal, 14,207 affordable units, but only produced 7,498 affordable units. In 2000, at the urging of the Former Agency and the City, the California legislature adopted Senate Bill No. 2113 (Burton) (Chapter 661 of the Statutes of 2000) authorizing the Former Agency to fund and develop affordable housing to replace those units destroyed by the Former Agency. Cal. Health & Safety Code § 33333.7. Under SB 2113, HCD certified, in 2003, “a net loss of 6,709 units the Agency must replace.”

Prior to its dissolution, the Former Agency was able to approve and develop 867 replacement units out of the total 6,709, leaving an outstanding balance of 5,842 affordable units that needed to be replaced.

SB 593 authorizes, with approval of the Mayor and the Board of Supervisors, certain funding for the development, construction, repair, renovation, or reconstruction of up to 5,842 units of affordable housing to the extent the funding consists of property tax revenues that otherwise would be available to the City as residual RPTTF after payment of all other OCII obligations. The replacement affordable units shall be affordable to, and occupied by, persons and families of extremely low, very low and moderate income households for the longest feasible time, but not less than 55 years for rental units and 45 years for owner-occupied units.

SB 593 adds to existing OCII authority under Redevelopment Dissolution Law (Statutes 2015, Chapter 325, sections 9 & 27, codified at Cal. Health & Safety Code § 34177.7) to finance and develop affordable housing and Transbay infrastructure required under enforceable obligations previously approved by DOF.

- Mission Bay North Owner Participation Agreement
- Mission Bay South Owner Participation Agreement
- Hunters Point Shipyard Phase 1 Disposition and Development Agreement
- Candlestick Point-Hunters Point Shipyard Phase 2 Disposition and Development Agreement
- Transbay Implementation Agreement

***ROPS Funding Sources***

DOF requires that OCII categorize the payment source for each expenditure into the following sources:

- **Bond Proceeds** Bond proceeds from bonds issued or to be issued
- **Reserve Funds** Property tax increment approved to be retained by DOF at dissolution
- **Other Funds** Funds that are not bond proceeds, reserve amounts, RPTTF Non-Admin, or RPTTF Admin
- **RPTTF Non-Admin** Property tax increment requested to fund enforceable obligations
- **RPTTF Residual** RPTTF from the residual pool of funds after the distribution to the taxing entities to fund replacement housing
- **RPTTF Admin** Property tax increment requested to fund administrative costs

**RPTTF**

There are three kinds of RPTTF:

1. RPTTF Non-Admin: which is property tax increment requested to fund enforceable obligations.
  - OCII receives the total amount of RPTTF Non-Admin generated each year, less required distributions to government entities, such as the school district, that are legally entitled to a share of the property tax.
2. RPTTF Residual: which is property tax increment funds that would otherwise be available to the City after payment of other OCII obligations under Redevelopment Dissolution Law.
3. Pledged RPTTF Non-Admin: which is property tax pledged to fund project costs, such as reimbursements for infrastructure for example.

RPTTF Residual is property tax increment requested to fund the replacement of affordable housing units under SB 593. These funds represent the amount of remaining revenues on deposit in the RPTTF that otherwise would have been distributed to the City and that the City agrees to use for replacement housing costs.

RPTTF Admin is property tax increment requested to fund administrative costs. As per Dissolution Law, RPTTF Admin is restricted by formula to 3% of actual prior year RPTTF Non-Admin distribution less prior year RPTTF Admin distribution and prior year City loan repayments. Prior Period Adjustment Savings is requested but unexpended RPTTF Non-Admin funds from the fiscal period two years prior.

**Summary ROPS 25-26**

The total projected ROPS 25-26 expenditure is \$630.1 million. The largest funding sources will be Bond Proceeds and Other Funds. OCII mostly funds large expenditures like affordable housing loans and project infrastructure reimbursements with Bond Proceeds. OCII also funds its affordable housing projects with Other Funds, which consists of funds such as developer fees, tax credits, state bond financing, and related sources.

**ROPS 25-26 Sources**

Sources	Proposed Amount (M)
Bond Proceeds	\$348.2
Reserve Funds	\$40.1
Other Funds	\$105.0
RPTTF Non-Admin	\$133.0
RPTTF Residual	\$0.3
RPTTF Admin	\$3.6
<b>Total Sources</b>	<b>\$630.1</b>

In ROPS 25-26, OCII’s largest expenditure areas are affordable housing loans. OCII issues bonds to fund affordable housing loans and to fund project infrastructure reimbursements, and the bonds are repaid from property tax revenues.

**ROPS 25-26 Uses**

Uses	Proposed Amount (\$M)
Affordable Housing	\$293.2
Replacement Housing	\$0.3
Mission Bay	\$67.5
Transbay	\$138.6
HPS/CP	\$10.7
Debt	\$94.2
Operations	\$25.6
<b>Total Uses</b>	<b>\$630.1</b>

For further detail, see attachments. Attachment A-1: ROPS 25-26 – Detail Worksheet shows the projected revenue sources and payment amounts for July 1, 2025-June 30, 2026. Attachment A-2: ROPS 25-26– Notes Worksheet supports the payment amounts and provides greater detail where required.

Affordable Housing

In ROPS 25-26, OCII anticipates expending \$293.2 million to support affordable housing development required by OCII’s enforceable obligations. The expenditures in the next fiscal year are on predevelopment and gap loans that fund design and construction of affordable housing in HPS Phase 1, Mission Bay South, and Transbay.

OCII will fund expenditures with Bond Proceeds, Other Funds, and Reserve Funds. Bond proceeds and Other Funds, which are mostly comprised of developer fees, fund primarily predevelopment and gap loans. Reserve funds, which consists of RPTTF Non-Admin received in prior years, will fund a smaller portion of the loans.

**ROPS 25-26 Affordable Housing Expenditure**

Sources (\$M)	Bond Proceeds	Reserve Funds	Other Funds	RPTTF Non-Admin	RPTTF Admin	Total
<b>Uses</b>						
Permanent Funding	\$186.8	\$24.8	\$38.6	\$0.0	\$0.0	\$250.2
Predevelopment Loan	\$15.1	\$3.5	\$24.2	\$0.0	\$0.0	\$42.9
Professional Services	\$0.0	\$0.0	\$0.2	\$0.0	\$0.0	\$0.2
<b>Total</b>	<b>\$201.9</b>	<b>\$28.3</b>	<b>\$63.0</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>\$293.2</b>

*\*Numbers are slightly off due to rounding.*

OCII’s enforceable obligations require the production of over 7,100 affordable housing units, approximately 4,300 of which must be funded by OCII. OCII has completed 2,752 of the 7,100 affordable housing units as of June 30, 2024. In addition, OCII has authority to fund Replacement Housing described above to fund an additional 5,842 affordable units (“SB 593 Units”). In ROPS 25-26, OCII will provide funding for approximately 2,200 units, including predevelopment funding for up to 664 replacement housing units under SB 593. Most of the expenditure will occur in Mission Bay, which has land available at no cost for OCII to build affordable housing. The table below details expenditure by Project Area.

*(This section is intentionally left blank)*

**ROPS 25-26 Expenditure by Project Area**

<b>Project</b>	<b>Type</b>	<b>Amount (\$M)</b>	<b>Number of Units</b>
HPS Blocks 52/54	Gap Loans	\$33.6	112 units
HPS Block 56	Gap Loan	\$19.9	73 units
HPS Block 48*	Predevelopment Loan	\$5.0	144 units
CP Block 11a**	Predevelopment Loan	\$1.2	176 units
CP Block 10a	Predevelopment Loan-On hold	\$1.6	156 units
CPN Block 7	Predevelopment Loan	\$5.0	60 units
<b>HPS/CP Total</b>		<b>\$66.3</b>	<b>721 units</b>
TB Block 2 West	Gap Loan	\$41.3	151 units
TB Block 2 East	Gap Loan	\$56.4	184 units
TB Block 4 W-A***	Predevelopment Loan	\$5.0	200 units
TB Block 4 W-B***	Predevelopment Loan	\$5.0	150 units
TB Block 12	Predevelopment Loan	\$5.0	80 units
<b>Transbay Total</b>		<b>\$112.7</b>	<b>765 units</b>
MBS Block 4E Phase 1****	Gap Loan	\$99.3	165 units
MBS Block 4E Phase 2****	Predevelopment Loan	\$4.6	235 units
MBS Block 12W Phase 1****	Predevelopment Loan	\$5.0	157 units
MBS Block 12W Phase 2****	Predevelopment Loan	\$5.0	161 units
<b>Mission Bay Total</b>		<b>\$113.9</b>	<b>718 units</b>
<b>Total</b>		<b>\$292.9</b>	<b>2204 units</b>

\*The Hunters Point Shipyard Phase 1 DDA Housing Program designates sites for the development of OCII-sponsored affordable housing projects and establishes a maximum number of affordable units that may be funded (218). The Former Agency and OCII have developed most of the affordable units and OCII only has authorization to develop the remaining balance of 33 units. Funding for any units in excess of 33 units would be subject to SB 593 authority.

\*\* In FY 24/25, the Master Developer finalized a revised land use plan and obtained approvals for corresponding amendments to a variety of plan documents. Based on the revised plan CPN 11A will restart predevelopment and CPN Block 7 will start predevelopment in FY 2024/25.

\*\*\*The Transbay Block 4 project is on hold due to current market conditions. Pursuant to Resolution No. 17-2023, OCII and the project’s developer F4 Transbay Partners LLC entered into an option agreement expired in June 2024. Staff is considering an RFP affordable phase first on the west side of the site, FY 25/26 expenditures include predevelopment loans for this.

\*\*\*\*The Mission Bay South OPA’s Housing Program designates sites for the development of OCII-sponsored affordable housing projects and establishes a maximum number of affordable units (1,218) that may be developed. The Former Agency and OCII have developed most of the affordable units and OCII only has authorization to develop the remaining balance of 165 units. However, in furtherance of Citywide housing production goals and in acknowledgement that there may be capacity for additional affordable units on Block 4E and Block 12W, OCII may pursue increases in the allowable number of units on Block 4E and 12W, which may be subject to the consent of FOCIL-MB LLC (“Master Developer”). Funding for any units in excess of 165 units would be subject to approval from the Oversight Board, DOF, and the City pursuant to SB 593.

Mission Bay Project Area

The two Mission Bay project areas were established in 1998: Mission Bay North and Mission Bay South. Mission Bay is a vibrant transit-oriented and mixed-use community that will upon completion consist of 6,535 residential units (29% of which will be affordable), 5.2 million square feet of office and biotechnology space, 560,000 square feet of retail uses, a new University of California San Francisco (“UCSF”) research campus and medical center with a 550-bed hospital, 18,000-seat event center, two hotels, library, public school, police headquarters, and a local police and fire department. Mission Bay will contain 49 acres of open space, approximately 41 of which will be owned by the City or Port of San Francisco and approximately eight of which will be owned by UCSF. Completion of Mission Bay will result in construction of more than \$800 million of new infrastructure, development of over \$8 billion in private vertical development, and creation of 31,000 permanent jobs.

In ROPS 25-26, OCII anticipates spending \$67.5 million to continue its work in Mission Bay. The largest expenditure is on infrastructure, specifically developer infrastructure reimbursements. Due to its maturity as a project area, Mission Bay generates sufficient property tax increment to support bond issuances. Also, OCII’s development partner has constructed significant amounts of infrastructure requiring large reimbursements. The smallest expenditures are related to the art program, which reflects expenditure of developer fees received to fund art installation in Mission Bay public open spaces, per the City’s Planning Code.

**ROPS 25-26 Mission Bay Expenditure**

<b>Uses</b>	<b>Bond Proceeds</b>	<b>Reserve Funds</b>	<b>Other Funds</b>	<b>RPTTF Non-Admin</b>	<b>RPTTF Admin</b>	<b>Total</b>
Infrastructure	\$42.3	\$10.5	\$3.3	\$7.0	\$0.0	\$63.2
Professional Services	\$2.9	\$0.2	\$0.5	\$0.0	\$0.0	\$3.5
Art Program	\$0.0	\$0.0	\$0.8	\$0.0	\$0.0	\$0.8
Other Debt	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0
<b>Total</b>	<b>\$45.2</b>	<b>\$10.7</b>	<b>\$4.6</b>	<b>\$7.0</b>	<b>\$0.0</b>	<b>\$67.5</b>

Under ROPS 25-26, OCII will continue to fund the completion of infrastructure, including parks and stormwater pump stations. Staff will also work to increase entitlements for housing. OCII will fund most of the Mission Bay expenditures with Bond Proceeds, RPTTF Non-Admin Funds and Reserve Funds, which fund infrastructure reimbursements, Professional Services, entitlements, and the art program.

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Transbay

The Transbay Project Area (“Transbay”) was established in 2005. At completion, Transbay will contain more than 3,200 new housing units, including approximately 1,400 affordable units, approximately 2.4 million square feet of new commercial space, and approximately 4 acres of new public open space. In addition, the Salesforce Transit Center (“STC”) includes a 5.4-acre rooftop park. Transbay’s development program embodies a balanced approach to density with office and residential towers spaced apart to protect views and sunlight, and with retail and townhouses to maintain visual interest and activate the ground floor level of the development blocks. The Transbay program includes significant widening and improvement of sidewalks, converting Folsom Street to two-way traffic, and reconfiguring an Interstate 80 off-ramp, all with the goal of creating a safe and attractive pedestrian environment.

In ROPS 25-26, OCII anticipates spending \$138.6 million to continue its work in Transbay. The largest expenditure will be on infrastructure, specifically Under Ramp Park and Transbay Block 3. The second largest expenditure will be the TJPA Pledge. The TJPA Pledge is required under the Tax Increment and Sales Proceeds Pledge Agreement, which irrevocably commits net tax increment and sales proceeds from formerly State-owned parcels to fund the “Transbay Terminal Project,” which is defined as “a publicly-owned multimodal terminal . . . with an underground train connection to existing rail lines [currently] terminating at 4th and Townsend Streets.” Consistent with this agreement, in ROPS 25-26, OCII will transfer Pledged RPTTF Non-Admin to the TJPA to fund the Transbay Terminal Project. The smallest Transbay expenditure will be on professional services, which consists of design, real estate consulting, and other miscellaneous professional services.

**25-26 Transbay Expenditure**

<b>Sources (\$M)</b>	<b>Bond Proceeds</b>	<b>Reserve Funds</b>	<b>Other Funds</b>	<b>RPTTF Non-Admin</b>	<b>RPTTF Admin</b>	<b>Total</b>
<b>Uses</b>						
Infrastructure	\$95.1	\$0.0	\$10.7	\$0.0	\$0.0	\$105.8
Professional Services	\$0.0	\$0.0	\$0.8	\$0.0	\$0.0	\$0.8
TJPA Pledge	\$0.0	\$0.0	\$0.0	\$32.0	\$0.0	\$32.0
<b>Total</b>	<b>\$95.1</b>	<b>\$0.0</b>	<b>\$11.5</b>	<b>\$32.0</b>	<b>\$0.0</b>	<b>\$138.6</b>

In ROPS 25-26, OCII staff will continue preparing the former Transbay Temporary Terminal site (Transbay Blocks 3 and 4) for future development while supporting a third party’s interim activation of the site, continue the construction of the streetscape infrastructure portion of the Block 3 park project to serve the affordable projects at Block 2, completing the design of Under Ramp Park, securing permits for its construction, and beginning construction of the park. We will be exploring an affordable housing phase for the western half of Transbay Block 4 while working to advance a mixed-use, mixed-income tower development on the eastern half of the block. Finally, OCII will continue funding construction for the two affordable housing projects on Block 2.

OCII will fund most of the Transbay expenditures with Bond Proceeds, which fund infrastructure, and with Pledged RPTTF Non-Admin, which will be transferred to the TJPA. OCII will utilize Other Funds, which are developer fees, to fund infrastructure and professional services.

Hunters Point Shipyard/Candlestick Point

The HPS and Candlestick Point areas are composed of approximately 770 acres along the southeastern waterfront of San Francisco. The HPS Redevelopment Plan, the Bayview Hunters Point (“BVHP”) Redevelopment Plan, and the DDAs for HPS/CP (including HPS Phase 1) provide for the integrated planning and development of the Shipyard and the Candlestick Point portion of BVHP. The San Francisco Board of Supervisors originally adopted the Shipyard Redevelopment Plan in 1997, and the Shipyard Phase 1 DDA approvals followed in 2003.

The BVHP Redevelopment Plan was adopted in 2006, and HPS/CP Phase 2 Project approvals were implemented through BVHP and HPS Redevelopment Plan Amendments in 2010, 2018 and 2024. In connection with the Shipyard, the U.S. Department of the Navy (“Navy”) performs environmental remediation and then transfers property to OCII for subsequent development. Additionally, Candlestick Point is subject to state and local land transfer agreements that allow for the re-use of underutilized Candlestick Point areas.

Throughout construction, HPS/CP will generate hundreds of new construction jobs each year and an additional \$86.0 million in other community benefits including investment in homeowner assistance, workforce development and job training, scholarship, and educational improvements. At completion, HPS/CP will generate more than 23, 400 permanent jobs. At Candlestick Point the projected number of permanent jobs is over 12,000.

In ROPS 25-26, OCII anticipates spending \$10.7 million to continue its work in the HPS/CP areas. The largest expenditure is on infrastructure. The second largest expenditure is professional services such as design, infrastructure plan review, construction management, and legal support for land transactions for HPS/CP development. The third largest expenditures are for community benefits such as scholarships, educational improvement, and contractor assistance; and the smallest expenditure are for lease payments to the Navy for interim use of Navy property.

**ROPS 25-26 Hunters Point Shipyard/Candlestick Expenditure**

Sources (\$M)	Bond Proceeds	Reserve Funds	Other Funds	RPTTF Non-Admin	RPTTF Admin	Total
<b>Uses</b>						
Infrastructure	\$0.0	\$0.0	\$4.2	\$1.3	\$0.0	\$5.5
Professional Services	\$0.0	\$0.0	\$3.4	\$0.0	\$0.0	\$3.4
Community Benefits	\$0.0	\$0.0	\$1.5	\$0.0	\$0.0	\$1.5
Lease Payments to Navy	\$0.0	\$0.0	\$0.4	\$0.0	\$0.0	\$0.4
<b>Total</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>\$9.5</b>	<b>\$1.3</b>	<b>\$0.0</b>	<b>\$10.7</b>

In ROPS 25-26, on Shipyard Phase 1 the Master Developer continue to complete new streets and utility systems to support the development of 404 units over the next five years. HPS Phase 1.

On HPS/CP Phase 2 the Master Developer will begin infrastructure construction for the second Major Phase of housing and commercial development at Candlestick Point, that will consist of 675 units that will have 41% affordable units. The infrastructure improvements include new utilities, grading and new road section that will include the extension of Harney and Arelious Waker Drive, and include new transit amenities such as, bus rapid transit lanes and cycle track.

OCII will fund the majority of HPS/CP Phase 1 and Phase 2 expenditure with Other Funds, which are developer fees. In addition, OCII will expend \$1.5 RPTTF Non-Admin to fund Phase 2 developer reimbursements.

Replacement Housing

SB 593 funding requires DOF approval of the ROPS, as well as additional budget approvals from the Mayor and the City Board of Supervisors. Approximately \$345,000 in SB 593 Residual RPTTF is needed for staffing costs in FY 25-26 to develop SB 593 Units. OCII also intends to issue a new affordable housing bond that will fund up to 120 units of a larger 165-unit affordable housing project in Mission Bay Block 4 East Phase 1, which is currently in predevelopment subsequent to a developer selection process in FY 23-24. If approved by the Commission, Oversight Board and the City, OCII plans to include a portion of the 165 units that represent the remaining Mission Bay South affordable housing enforceable obligation (“MBS Units”) across all four remaining housing parcels in Mission Bay and to also include SB 593 Units in all four projects.

**ROPS 25-26 Replacement Housing Expenditure**

	Bond Proceeds	Reserve Funds	Other Funds	RPTTF Non-Admin	RPTTF Residual	RPTTF Admin	Total
<b>Uses</b>							
Admin	\$0.0	\$0.0	\$0.0	\$0.0	\$0.3	\$0.0	\$0.3
<b>Total</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>\$0.3</b>	<b>\$0.0</b>	<b>\$0.3</b>

*(This section is intentionally left blank)*

Debt

In ROPS 25-26, OCII anticipates expending \$94.2 million on its debt program, which is debt service for bonds, the proceeds of which were used to develop public infrastructure and affordable housing under enforceable obligations. The current outstanding principal balance on OCII’s bonds is \$891.2 million as of August 31, 2024. The largest expenditure will be for debt service on existing tax allocation bonds (“TAB”), which are bonds secured by property tax revenues and are OCII’s primary debt instrument. The smallest expenditure will be the \$5.6 million estimated annual debt service associated with planned bond issuances for affordable housing, transbay infrastructure, and mission bay south infrastructure.

**ROPS 25-26 Debt**

<b>Sources (\$M)</b>	<b>Bond Proceeds</b>	<b>Reserve Funds</b>	<b>Other Funds</b>	<b>RPTTF Non-Admin</b>	<b>RPTTF Admin</b>	<b>Total</b>
<b>Uses</b>						
Debt Service – Existing TAB Bonds	\$0.0	\$0.0	\$8.4	\$80.1	\$0.0	\$88.5
Debt Service – New Replacement Housing Bonds	\$0.0	\$0.0	\$0.0	\$5.6	\$0.0	\$5.6
Infrastructure	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0
Other Debt	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0	\$0.0
<b>Grand Total</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>\$8.4</b>	<b>\$85.8</b>	<b>\$0.0</b>	<b>\$94.2</b>

*(This section is intentionally left blank)*

Operating Costs

OCII expects to expend \$9.1 million on direct salaries and benefits, which reflects labor costs for 55 full-time equivalent (“FTE”) staff. There are no new FTEs. OCII will expend the remaining \$12.3 million on non-labor expenses such as enforceable obligations, services from City departments, consulting services for legal and other professional services, insurance, materials and supplies, employee training, and software licensing fees. In addition to staffing and non-labor expenses, OCII will expend \$4.2 million in RPTTF Non-Admin on its retirement obligations, including accrued pension liability, health benefits for current retirees, and accrued retiree health liability. This is a total of \$25.6 million for OCII’s operational costs.

**ROPS 25-26 Operating Costs**

<b>Operations</b>	<b>Amount (\$M)</b>
<b>Sources</b>	
Bond Proceeds	\$6.0
Reserve Funds	\$1.1
Other Funds	\$8.0
RPTTF Non-Admin	\$6.9
RPTTF Admin	\$3.6
<b>Total</b>	<b>\$25.6</b>
<b>Uses</b>	
Salaries and Benefits	\$9.1
Non-Labor	\$12.3
Retiree Health and Pension	\$4.2
<b>Total</b>	<b>\$25.6</b>

OCII will fund the majority of its operating costs with RPTTF Non-Admin and Other Funds, most of which are developer fees. RPTTF Admin will fund administrative costs that are not directly related to enforceable obligations. Bond Proceeds will fund enforceable obligations and staff time required to issue bonds and administer the debt portfolio.

***RPTTF Request***

In ROPS 25-26, OCII will expend \$136.9 million in RPTTF Non-Admin, RPTTF Residual, and RPTTF Admin, which is a decrease of \$4.0 million or 2.9% from the amended ROPS 24-25 request of \$140.9 million. The primary factors driving this decrease are a decrease in infrastructure due to a rightsizing of pledged RPTTF for TJPA and developer reimbursements, a planned decrease in debt service schedule, and a decrease due to the use of Other Funds for staffing costs funded by RPTTF in prior year.

**ROPS 24-25 RPTTF vs. ROPS 25-26 RPTTF**

Uses	ROPS 24-25 Amount (\$M)	ROPS 25-26 Proposed (\$M)	Difference (\$M)	Percent Change	Explanation
Affordable Housing	\$0.0	\$0.0	\$0.0	0.0%	No change.
Replacement Housing	\$0.3	\$0.3	\$0.1	25.5%	Slight increase in RPTTF Residual request for staffing costs.
Mission Bay	\$5.1	\$7.0	\$1.9	37.3%	Increase due to request for pledged RPTTF to fund infrastructure reimbursements not requested in PY.
Transbay	\$33.9	\$32.0	(\$1.9)	-5.6%	Decrease due to rightsizing of pledged RPTTF for TJPA.
HPS/CP	\$1.5	\$1.3	(\$0.2)	-15.8%	Decrease due to rightsizing of pledged RPTTF for developer reimbursements.
Debt	\$87.7	\$85.8	(\$1.9)	-2.2%	Decrease due to planned decrease in debt service schedule.
Operations	\$12.5	\$10.5	(\$1.9)	-15.6%	Decrease due to use of Other funds for staffing costs funded by RPTTF in PY.
<b>Total</b>	<b>\$140.9</b>	<b>\$136.9</b>	<b>(\$4.0)</b>	<b>-2.9%</b>	

***Changes in ROPS Lines***

OCII retires or adds lines to the ROPS to reflect completed or new enforceable obligations.

Retired Lines

In general, retiring lines signifies that OCII has completed the enforceable obligation and is winding down, as required by Dissolution Law. In ROPS 25-26, OCII will retire two lines due to the completion of a projects.

**ROPS 25-26 Retired Lines**

Line #	Project Name	Project Area	Description/Project Scope	Explanation
107	Streetscape & Open Space Improvements for Folsom	Transbay	Coordination of design review through City Dept’s and ancillary streetscape improvement, parcel preparation costs, construction management & administration of improvements	Completion of project
382	2011 Hotel Occupancy Tax Refunding Bonds	All Project Areas with Bond/Loan Obligations	Bond Debt Service	Completed Repayment of bond

New Lines

In ROPS 25-26, OCII will add nine new lines.

**ROPS 25-26 New Lines**

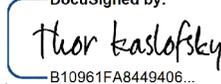
<b>Line #</b>	<b>Project Name</b>	<b>Project Area</b>	<b>Description/Project Scope</b>	<b>Explanation</b>
446	MBS Block 4E Phase II	Mission Bay South - Housing	MBS Block 4E Phase II Funding required for predevelopment	New AFH Loan
447	Transbay Block 4W B Affordable Housing Funding	Transbay - Housing	Transbay Block 4W B Funding required for predevelopment and construction	New AFH Loan
448	CPN Block 7 Affordable Housing Funding	HPS-CP- Housing	CPN Block 7 Funding required for predevelopment and construction	New AFH Loan
449	Mission Bay South Block 12W Phase II	Mission Bay South - Housing	MBS Block 12W Phase II Funding required predevelopment fulfillment of SB 593 Housing/ MBS OPA Requirements	New AFH Loan
450	City Services Housing Projects	Various - Housing	City Dept support for housing project coordination of infrastructure, planning and permit review.	New ROPS line for AFH services from city departments
451	Tax Allocation Bond Series 2025A Housing	All Project Areas with Bond/Loan Obligations	Bond Debt Service	New Debt Service Line
452	Tax Allocation Bond Series 2025B Transbay Taxable	All Project Areas with Bond/Loan Obligations	Bond Debt Service	New Debt Service Line
453	Tax Allocation Bond Series 2025C Transbay Tax Exempt	All Project Areas with Bond/Loan Obligations	Bond Debt Service	New Debt Service Line
454	Tax Allocation Bond Series 2025D Mission Bay South	All Project Areas with Bond/Loan Obligations	Bond Debt Service	New Debt Service Line

**NEXT STEPS**

Staff will incorporate Oversight Board input into the final ROPS. Pending Oversight Board approval, staff will submit the ROPS to the DOF on or before February 1, 2025. DOF will make its determination of the enforceable obligations, and the amounts and funding sources of the enforceable obligations, within 45 days of submission.

If DOF disapproves certain expenditures on the ROPS 25-26, OCII may request an opportunity to meet and confer with DOF. The meet and confer request must be made within five business days of DOF's determination. DOF will notify OCII and the County Controller as to the outcome of the meet and confer at least 15 days before the June 2025 property tax distribution. Staff will update the Oversight Board on the final actions of the ROPS process. During ROPS 25-26, OCII may request one amendment to ROPS 25-26. OCII must make the request before October 1, 2025, and must be for payments made in the period covering January – June 2026.

*(Originated by Mina Yu, Budget & Project Finance Manager)*

DocuSigned by:  
  
B10961FA8449406...  
Thor Kaslofsky  
Executive Director

Attachment A-1: ROPS 25-26 – Detail Worksheet  
Attachment A-2: ROPS 25-26 – Notes Worksheet

COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE

RESOLUTION NO. 29-2024

*September 3, 2024*

**AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A FIRST AMENDMENT TO THE TAX ALLOCATION PLEDGE AGREEMENT BETWEEN THE AGENCY AND THE CITY AND COUNTY OF SAN FRANCISCO FOR THE DEVELOPMENT OF CANDLESTICK POINT AND PHASE 2 OF THE HUNTERS POINT SHIPYARD; BAYVIEW HUNTERS POINT AND HUNTERS POINT SHIPYARD REDEVELOPMENT PROJECT AREAS**

- WHEREAS, In furtherance of the objectives of the California Community Redevelopment Law (Health and Safety Code, section 33000 et seq. the “**CRL**”), the Redevelopment Agency of the City and County of San Francisco (the “**Former Agency**”) undertook programs for the reconstruction and construction of blighted areas in the City and County of San Francisco (“**City**”), including the Bayview Hunters Point Redevelopment Project Area (“**BVHP Project Area**”) and the Hunters Point Shipyard Redevelopment Project Area (“**HPS Project Area**”); and,
- WHEREAS, The Board of Supervisors of the City and County of San Francisco (“**Board of Supervisors**”) adopted the Hunters Point Shipyard Redevelopment Plan (“**HPS Plan**”) on July 14, 1997 by Ordinance No. 285-97 and amended the HPS Plan on August 3, 2010 by Ordinance No. 211-10, on June 22, 2017 by Ordinance No. 122-17, and on July 16, 2018 by Ordinance No. 0166-18; and,
- WHEREAS, On May 23, 2006, the Board of Supervisors amended the Bayview Hunters Point Redevelopment Plan (“**BVHP Plan**”) by Ordinance No. 113-06, on August 3, 2010 by Ordinance No. 210-10, on June 22, 2017 by Ordinance No. 123-17, and on July 16, 2018 by Ordinance No. 0166-18; and,
- WHEREAS, On June 3, 2010, the former Redevelopment Agency Commission of the City and County of San Francisco (the “**Former Agency**”) took several actions approving (or recommending for approval of) a program of development for approximately 700 acres of land within the BVHP Plan and HPS Plan areas (“**CP/HPS2 Project**”) including a Disposition and Development Agreement (Candlestick Point and Phase 2 of the Hunters Point Shipyard) by and between the Former Agency and CP Development Co., LLC (“**Developer**”); and,
- WHEREAS, The Disposition and Development Agreement, was amended by the First Amendment, dated as of December 19, 2012, the Second Amendment, dated as of December 1, 2014, the Third Amendment, dated as of August 10, 2018, and the Fourth Amendment, dated as of September 3, 2024 (collectively, including all attached and incorporated exhibits and as amended from time to time, the “**DDA**”); and,

WHEREAS, In connection with the execution of the DDA, the Redevelopment Agency and the City executed and delivered the Tax Increment Allocation Pledge Agreement (Candlestick Point and Phase 2 of the Hunters Point Shipyard) dated for reference purposes only as of June 3, 2010, as attached as Exhibit A (the “**Original Pledge Agreement**”); and,

WHEREAS, The purpose of the Original Pledge Agreement is to provide for: 1) the irrevocable pledge of all net available tax increment from the Project Site for the purposes of financing or refinancing the construction of public infrastructure and certain other public improvements on the Project Site; and 2) the irrevocable pledge of housing increment for affordable housing. As set forth in the Financing Plan attached to the DDA, the Agency will incur specific obligations to finance certain costs of the Project, including the pledge of tax increment from the Project Site for public improvements and affordable housing purposes, subject to the approval of the Board of Supervisors. Tax increment from the Project Site or the proceeds of bonds secured by a pledge of tax increment will be used to make payments on indebtedness of the Agency to pay or otherwise reimburse directly the costs of public infrastructure or other public improvements; and,

WHEREAS, Pursuant to California Health and Safety Code §§ 34170 et seq. (the “**Dissolution Law**”), the Former Agency was dissolved as of February 1, 2012; and,

WHEREAS, The Successor Agency to the Redevelopment Agency of the City and County of San Francisco (commonly known as the Office of Community Investment and Infrastructure, herein “**Successor Agency**” or “**OCII**”) is completing the enforceable obligations of the Former Agency with regard to the HPS and BVHP Project Areas, including implementation of the CP/HPS2 Project, under the authority of the CRL as amended by the Dissolution Law, and under San Francisco Ordinance No. 215- 12 (Oct. 4, 2012) (establishing the Successor Agency Commission (“**Commission**”) and delegating to it state authority under the Dissolution Law); and,

WHEREAS, On December 14, 2012, the California Department of Finance determined “finally and conclusively” that the DDA and tax allocation pledge agreements, including the affordable housing programs, are enforceable obligations under the Dissolution Law; and,

WHEREAS, On September 13, 2023, the Governor signed into law Senate Bill 143 (2023) (“**SB 143**”) which amended Health & Safety Code section 34177.7 to add subdivision (j) which states that “the limitations relating to time for establishing loans, advances, and indebtedness, the effectiveness of the redevelopment plans, the time to repay indebtedness, the time for applying tax increment, the number of tax dollars, or any other matters set forth in Section 33333.2 and Section 33492.13 shall not apply” to the Project. SB 143 provides that the applicable time limits for establishing loans, advances, and indebtedness, the effectiveness of the redevelopment plans, the time to repay indebtedness and receive property taxes will be established in the Project agreements. SB 143 further clarified that

Redevelopment Dissolution Law does not “limit the receipt and use of property tax revenues generated from the HPS Redevelopment Plan project area or Zone 1 of the BVHP Redevelopment Plan project area” in connection with the Project; and,

WHEREAS, The parties now propose a first amendment to the Original Pledge Agreement (“**First Amendment**”) to implement the provisions of SB 143; and,

WHEREAS, As authorized by SB 143, the First Amendment authorizes the Successor Agency to use tax increment funds from Zone 1 of the BVHP Redevelopment Plan Area and Phase 2 of the Shipyard Redevelopment Plan Area to finance the Qualified Project Costs and other costs necessary for the Project throughout both Zone 1 of Project Area B of the BVHP Redevelopment Plan Area and Phase 2 of the Shipyard Redevelopment Plan Area, including the issuance of tax allocation debt secured by a pledge of property tax increment from the BVHP Redevelopment Plan Area and the Shipyard Redevelopment Plan Area, subject to the time limits in the BVHP Redevelopment Plan and the Shipyard Redevelopment Plan on incurring indebtedness; and,

WHEREAS, To implement SB 143, the First Amendment provides that the Successor Agency may not establish or incur loans, advances or indebtedness to finance in whole or in part its activities in Phase 2 of the Shipyard Redevelopment Plan Area beyond thirty (30) years from the Initial HPS Transfer Date (as defined in the HPS Plan) plus an additional fifteen (15) years which represents the “Anticipated Navy Delay” (as defined in the First Amendment and further described below). The Agency may not pay indebtedness or receive property taxes from Phase 2 of the Shipyard Redevelopment Plan Area after forty-five (45) years after the Initial HPS Transfer Date plus an additional fifteen (15) years which represents the Anticipated Navy Delay. The Navy has recently informed OCII that completion of remediation and conveyance of all portions of Phase 2 of the Shipyard Redevelopment Plan Area, excluding Parcel F, to Developer will occur between 2036-2038, including time needed for a Finding of Suitability for Transfer and associated conveyance documentation. As shown in the correspondence from the Navy attached as Exhibit 1 to this Resolution, this estimated delay (defined as the Anticipated Navy Delay in the First Amendment) warrants an additional extension of the redevelopment timelines referenced in this paragraph established pursuant to SB 143 to include fifteen (15) additional years for purposes redevelopment activities on the Shipyard Site and related tax increment financing; and,

WHEREAS, To implement SB 143, the First Amendment provides that the Successor Agency may not incur or establish loans, advances or indebtedness to finance in whole or in part its activities in Zone 1 of Project Area B beyond thirty (30) years from the 2024 Plan Amendment Date (as defined in the BVHP Plan). The Successor Agency may not pay indebtedness or receive property taxes pursuant Health & Safety Code section 33670 from Zone 1 of Project Area B after forty-five (45) years from the 2024 Plan Amendment Date. Solely for the purpose of incurring or establishing loans, advances or indebtedness, or using property tax revenues generated from Zone 1 of the BVHP Project Area to fund Qualified Project Costs and other costs

necessary to complete the enforceable obligations in Phase 2 of the Shipyard Redevelopment Plan Area, the time limits referenced in this paragraph shall include an additional fifteen (15) years which represents the Anticipated Navy Delay as described in the preceding paragraph; and,

WHEREAS, Consistent with the BVHP Plan and HPS Plan, which set forth the maximum bonded indebtedness that can be outstanding at any one time for both Zone 1 of the BVHP Project Area and Phase 2 of the HPS Project Area, the First Amendment establishes that the collective, single limit on the amount of bonded indebtedness that can be outstanding at one time for both the for both Zone 1 of the BVHP Project Area and Phase 2 of the HPS Project Area is \$5.9 billion in the aggregate; and,

WHEREAS, The Pledge Agreement will increase the amount of revenues to the taxing entities by enhancing and promoting the development of the CP/HPS2 Project, facilitate the revitalization of the community and encourage further investment in the area, and generate employment opportunities throughout the CP/HPS2 Project area; and,

RESOLVED, That the Commission hereby finds that the First Amendment is included in the actions identified in Resolution No. 22-2024 for purposes of compliance with CEQA; and be it further

RESOLVED, That in Resolution No. 22-2024, adopted on September 3, 2024, the Commission adopted findings that various actions facilitating modification of the CP/HPS2 Project, including the First Amendment, were in compliance with CEQA. Said findings are on file with the Commission Secretary and are incorporated herein by reference. Said findings are in furtherance of the actions contemplated in this Resolution and are made part of this Resolution by reference herein; and be it

RESOLVED, That the Commission approves the First Amendment substantially in the form lodged with the Commission Secretary, subject to Oversight Board and DOF approval as required under the Dissolution Law; and be it further

RESOLVED, That the Commission authorizes the OCII Executive Director, prior to execution, to make changes and take any and all steps, including but not limited to the attachment of exhibits and the making of corrections, as necessary or appropriate to consummate the First Amendment, provided, however, such changes and steps do not materially increase the burdens and responsibilities of OCII or materially decrease the benefits to OCII from the First Amendment; and be it further

RESOLVED, That the Commission authorizes the OCII Executive Director to take all actions as may be necessary or appropriate, to the extent permitted under applicable law and under the First Amendment, to effectuate OCII's performance thereunder.

I hereby certify that the foregoing resolution was adopted by the Commission at its meeting of September 3, 2024.



Commission Secretary

EXHIBIT 1: Email correspondence from Danielle Janda to the Office of Community Investment and Infrastructure dated July 30, 2024, with accompanying Attachment “Hunters Point Naval Shipyard” schedule dated 5/10/2024.

**From:** [Janda, Danielle L CIV USN \(USA\)](#)  
**To:** [Hussain, Lila \(CII\)](#)  
**Cc:** [Pound, Michael J CIV USN NAVFAC WASHINGTON DC \(USA\)](#); [Moss, Curtis M CIV USN \(USA\)](#)  
**Subject:** HPNS Updated FFS Schedule  
**Date:** Tuesday, July 30, 2024 12:33:07 PM  
**Attachments:** [REVISED TAB B HPNS Schedule Revised Final May 10 2024.pdf](#)

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Good Afternoon Lila,

In May, the Secretary of the Navy provided a letter to Speaker Emerita Pelosi that laid out our current schedule. In that letter we had updated the FFA schedule to account for the objects found in Parcels B and C.

I attached a modified version of the table. Will this work for your purposes of updating the FFA schedule? I don't want to do something different and risk mistakenly providing dates that do not match what we gave Speaker Emerita Pelosi.

V/r,

Danielle Janda  
Base Closure Manager  
NAVFAC HQ  
Navy BRAC PMO West  
33000 Nixie Way  
Bldg 50, 2nd Floor  
San Diego, CA 92147  
Phone: 619-524-5683

**COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE**

**RESOLUTION NO. 04-2025**

*Adopted April 15, 2025*

**APPROVING A BUDGET FOR THE PERIOD JULY 1, 2025 THROUGH JUNE 30, 2026,  
AND AUTHORIZING THE EXECUTIVE DIRECTOR TO SUBMIT THE BUDGET  
AND INTERIM BUDGET TO THE MAYOR'S OFFICE AND THE BOARD OF  
SUPERVISORS**

- WHEREAS, The Successor Agency to the Redevelopment Agency of the City and County of San Francisco, commonly known as the Office of Community Investment and Infrastructure (“OCII”), is implementing the Community Redevelopment Law, as amended by the Redevelopment Dissolution Law, Cal. Health & Safety Code §§ 34170 *et seq.*, which requires the wind down of the affairs of the Redevelopment Agency of the City and County of San Francisco (“Former Agency”) and the completion the Former Agency’s enforceable obligations (together the Community Redevelopment Law and Redevelopment Dissolution Law are referred to as the “Law”); and,
- WHEREAS, The Redevelopment Dissolution Law authorizes OCII to make payments only for the Former Agency’s enforceable obligations, which are listed in a recognized obligation payment schedule (“ROPS”) that is reviewed and approved by the Oversight Board of the City and County of San Francisco (“Oversight Board”) and the California Department of Finance (“DOF”). The ROPS lists the total outstanding debts associated with each obligation and the amounts that are due and payable during the upcoming fiscal year; and,
- WHEREAS, OCII is a separate legal entity from the City and County of San Francisco (“City”), Cal. Health & Safety Code § 34173 (g); San Francisco Ordinance No. 215-12 (Oct. 4, 2012), but is subject to the governance of the Board of Supervisors of the City and County of San Francisco (“Board of Supervisors”) acting in its legislative capacity; and,
- WHEREAS, The Board of Supervisors, acting as the legislative body of the Successor Agency, adopted Ordinance No. 215-12 (Oct. 4, 2012), which, among other matters, established the Successor Agency Commission, commonly known as the Commission on Community Investment and Infrastructure (“Commission” or “OCII”) and delegated to it the authority to take any action that the Redevelopment Dissolution Law requires or authorizes on behalf of the Successor Agency and any other action that this Commission deems appropriate, consistent with the Redevelopment Dissolution Law, to comply with such obligations; and,
- WHEREAS, The Board of Supervisors has final budget approval authority over the OCII, consistent with the DOF-approved ROPS, as provided for in Section 3 of Ordinance No. 215-12 (Oct. 4, 2012) (incorporating Cal. Health & Safety Code § 33606); and,

- WHEREAS, DOF has finally and conclusively determined, under Redevelopment Dissolution Law, that certain development agreements and tax allocation pledge agreements associated with Mission Bay North, Mission Bay South, Transbay, and Hunters Point Shipyard/Candlestick Point are enforceable obligations that survived the dissolution of the Former Agency. These agreements require, among other things, the construction and funding of public infrastructure and affordable housing for which property tax increment is pledged and allocated over time; and,
- WHEREAS, The Oversight Board of the City and County of San Francisco approved, by Resolution No. 01-2025 (Jan. 30, 2025) OCII's ROPS 2025-26 and which is pending approval by DOF; and,
- WHEREAS, The FY 2025-26 Proposed Budget, attached as Exhibit A to this Resolution, is consistent with the DOF-approved ROPS 2025-26 and includes, among other things, the use of property tax revenues (formerly tax increment revenues) that are deposited in the Redevelopment Property Tax Trust Fund from various project areas of the Former Agency to pay for certain enforceable obligations authorized under the DOF-approved ROPS 2025-26; and,
- WHEREAS, The FY 2025-26 Proposed Budget includes payments for debt service of tax allocation bonds authorized under the Law; and,
- WHEREAS, In addition to the revenues included in the FY 2025-26 Proposed Budget, OCII may receive interest on bond proceeds; and,
- WHEREAS, In addition to the revenues included in the FY 2025-26 Proposed Budget, OCII may receive, in excess of what was budgeted, payments from developers to reimburse OCII for the cost of services provided; and,
- WHEREAS, The FY 2025-26 Proposed Budget includes approximately \$202.5 million of spending that is conditional upon the sale of tax allocation bonds and, if the bonds are sold, there will be issuance costs paid from the bond proceeds. Issuance of the bonds is subject to approval of DOF, the Oversight Board, and the Commission; and,
- WHEREAS, At the direction of OCII, the City Controller is authorized to restructure accounting entries to conform to system requirements and Generally Accepted Accounting Principles ("GAAP"), provided that such restructuring is approved by OCII and has no policy impact; and,
- WHEREAS, The timing of the full Board of Supervisors' consideration of the annual budget requires submission of an interim budget that is in place from July 1, 2025 until the Board of Supervisors finally passes OCII's FY 2025-26 Proposed Budget; and,
- WHEREAS, The interim budget is based on the proposed annual budget; and,
- WHEREAS, Approval of the FY 2025-26 Proposed Budget is not a "Project," as defined by the California Environmental Quality Act ("CEQA") Guidelines Sections 15378(b)(4) and 15378(b)(5) and is not subject to environmental review under CEQA; now therefore be it

RESOLVED, That the Commission approves, subject to DOF approval of the ROPS 2025-26, the Proposed Budget for the period July 1, 2025 through June 30, 2026, attached to this Resolution as Exhibit A, and furthermore authorizes the Executive Director to transmit the FY 2025-26 Proposed Budget, and the accompanying interim budget, to the Mayor's Office and the Board of Supervisors for final budget approval, and to make any non-material changes to the FY 2025-26 Proposed Budget that may be proposed during review by the Mayor or Board of Supervisors, provided that the Executive Director shall inform the Commission of material changes to the budget; and be it further

RESOLVED, That this Commission authorizes, consistent with enforceable obligations, the availability of funds, and a DOF-approved ROPS, the Executive Director to reprogram funds between expenditure categories within the project areas and administrative budget shown as columns on Table 3 of the attached FY 2025-26 Proposed Budget, and to move appropriated budgets for allocated staffing and operating costs between projects, and to transfer appropriations between affordable housing projects in response to changes in project schedules; and to expend funds appropriated in prior years in reserve accounts designated for affordable housing projects, community benefits grants, and other designated purposes; and be it further

RESOLVED, That this Commission authorizes OCII to expend, subject to any ROPS or contract approval that may be necessary, the interest earned on bond proceeds for purposes consistent with the bond indentures; provided, however, that OCII has determined that such interest is not subject to Internal Revenue Service arbitrage restrictions; and be it finally

RESOLVED, That this Commission authorizes OCII to expend, subject to any ROPS or contract approval that may be necessary, payments in excess of budgeted amounts received from developers to reimburse OCII for the cost of services provided.

I hereby certify that the foregoing resolution was adopted by the Commission at its meeting of April 15, 2025.

  
\_\_\_\_\_  
Commission Secretary

Exhibit A: OCII's Proposed FY 2025-26 Budget



# Proposed FY 2025-26 Budget

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## **1. Background**

On February 1, 2012, the State of California dissolved the San Francisco Redevelopment Agency (“SFRA”) along with all 400 redevelopment agencies in California under Cal. Health & Safety Code §§ 34170 et seq (“Dissolution Law”). Pursuant to the Dissolution Law and to Board of Supervisors (“BOS”) Ordinance 215-12, the Successor Agency to the SFRA, commonly known as the Office of Community Investment & Infrastructure (“OCII”), has assumed the remaining obligations of the SFRA.

OCII is charged with completing work required under enforceable obligations approved by the California Department of Finance (“DOF”). Those enforceable obligations are the contracts associated with the Projects described in BOS Ordinance No. 215-12 (Oct. 4, 2012) as the Mission Bay North and South Projects, the Transbay Project, and the Hunters Point Shipyard/Candlestick Point Project, which include OCII’s Retained Affordable Housing Obligations in these Projects.

### **Governance**

Ordinance 215-12 delegates the Board of Supervisors’ authority as Successor Agency to the Successor Agency Commission, with the exception of certain changes to the affordable housing program which are described below and retained by the Board of Supervisors. The Commission provides financial and policy oversight and exercises land use and design approval authority for the Projects. The Commission is comprised of five members appointed by the Mayor and confirmed by the Board of Supervisors, with two of the seats held by residents of the two supervisorial districts that contain the largest amounts of the Projects, i.e. Districts 6 and 10.

Dissolution Law requires that certain actions of a successor agency are subject to the review and approval of an Oversight Board (“OB”), whose actions are subject to further reviews by the Department of Finance. The OB has a fiduciary duty to the holders of enforceable obligations with the former SFRA and to the taxing entities that are entitled to an allocation of property taxes. The OB reviews and approves OCII’s expenditures and use of tax increment through the annual Recognized Obligation Payment Schedules. The OB also approves the issuance of bonds, transfers of property, and other matters related to the dissolution of SFRA. The Mayor appoints four of the seven members of the OB, subject to confirmation by the Board of Supervisors. One of those four members represents the “largest number of former redevelopment agency employees employed by the successor agency.” Cal. Health & Safety Code § 34179 (a) (11). The remaining three members are representatives of affected taxing entities: the Bay Area Rapid Transit District, the San Francisco Unified School District, and the San Francisco Community College.

Dissolution Law establishes that OCII is a separate entity from the City and County of San Francisco (“CCSF”), as was the SFRA. However, under BOS Ordinance No. 215-12, the BOS, in its capacity as the legislative body for CCSF, must still approve OCII’s annual budget (Cal Health & Safety Code § 33606) and retains the authority to approve any modification to an enforceable obligation “that would decrease the commitment of property tax revenue for

affordable housing or materially change the obligations to provide affordable housing.” Ordinance No. 215-12, § 6 (a). OCII’s budget is initially approved by the Commission and subsequently approved by the Mayor and Board of Supervisors.

## **2. Program Summary**

OCII's primary activity is funding and facilitating delivery of affordable housing and infrastructure in the project areas of Mission Bay North and South, Transbay, and Hunters Point Shipyard/Candlestick Point. OCII's programmatic spending reflects this mission. Much of OCII staff time is spent on working closely with development partners and City agencies on land use plans and the associated permits and maps necessary to build these new communities. Additional details on OCII's staffing efforts related to that review, as well as information on FY 2025-26 programmatic goals for the delivery of public infrastructure (such as parks and open spaces), affordable housing units, and support of community benefits and workforce development can be found in the subsequent sections. Below are brief summaries OCII's three Projects, along with FY 2025-26 program highlights.

### **Mission Bay North and South**

In 1998, the Board of Supervisors approved the project areas of Mission Bay North and Mission Bay South, together referred to as Mission Bay, to create a vibrant transit-oriented and mixed-use community that will result in 6,535 residential units (29 percent of which will be affordable), 5.2 million square feet of office and biotechnology space, 560,000 square feet of retail uses, a University of California San Francisco ("UCSF") research campus and medical center including a 550-bed hospital, 18,000-seat event center, 129-room and 300-room hotels, library, school, police headquarters, and a local police and fire department. Mission Bay contains 49 acres of open space, approximately 41 of which are owned by the City and approximately eight of which are owned by UCSF. The master developer of the Mission Bay Project, FOCIL MB, is responsible for constructing public infrastructure and parks pursuant to two Owner Participation Agreements ("OPAs"). OCII reimburses the developer for constructed infrastructure with property tax revenues, special tax assessments of community facilities districts ("CFD"), and bond proceeds secured by those revenues and assessments. OCII is responsible for approving the land uses and designs of both the public and private development projects in Mission Bay, which is generally not subject to the Planning Code. OCII directly funds affordable housing in Mission Bay, which is provided on specific sites contributed by FOCIL MB and identified in the OPAs. Completion of the Mission Bay Project is anticipated in four years and will result in construction of more than \$800 million of infrastructure, development of over \$8 billion in private vertical development, and creation of 31,000 permanent jobs. The Mission Bay Redevelopment Plans will expire in late 2028.

To date 6,349 residential units, 4.1 million square feet of office and biotechnology space, 540,000 square feet of retail uses, a 289-bed hospital, an 18,000-seat event center, 68 percent of the UCSF research campus and 38 acres of open space have been built. In FY 2025-26, OCII will continue to reimburse the master developer for completed infrastructure with a combination of tax allocation bond proceeds, property tax increment and CFD assessments and bond proceeds.

OCII will also monitor predevelopment for Mission Bay South Block 4E and enter into a gap loan for Phase 1 of that block and a predevelopment loan for Phase 2 of that block, continue to review designs and permits for future open space parcels, and private commercial tenant improvements, create public art in Park P2 using public art fees contributed by various developers, and explore the possible increase of residential density on the two remaining affordable housing sites in Mission Bay South.

## **Transbay**

The Transbay Project was established in 2005 and is located primarily between Folsom and Howard Streets, east of 2nd Street, and west of Spear and Main Streets. A small portion of the Transbay Project extends south of Folsom Street along Essex Street to Harrison Street, and west of Harrison Street to Second Street. The Transbay Project consists of two zones. Zone 1 is under the land use authority of OCII and consists of twelve blocks of land, eleven of which were formerly owned by the State. Zone 2 is under the City Planning Department's jurisdiction and includes the Salesforce Transit Center and two former State-owned parcels. OCII is responsible for funding the design and construction of two parks, streetscape improvements on Folsom Street, selling designated formerly State-owned parcels to fund construction of the Salesforce Transit Center, and portal project, forming partnerships with for-profit and non-profit developers to build housing, and directly funding affordable housing. Thirty-five percent of all new housing units in the entire Transbay Project Area will be affordable. After the entirety of all the former State-owned and OCII parcels have been fully built out, the Transbay Project will have contributed approximately 3,900 residential units, 2.5 million square feet of office, 94,000 square feet of retail, and 9 acres of open space to the neighborhood.

In Zone 1, all of the office space is complete, and 2,196 residential units have been built. In FY 2025-26, approximately 405 units in Zone 1 will be in the planning phase. These units consist of projects that will occupy a portion of the northern end of the former Transbay Temporary Bus Terminal site. Staff is planning to issue an RFP for one or two affordable projects on the west side of Transbay Block 4. An RFP for a mixed-income development on the east side of Transbay Block 4 will be issued after FY 2025-26 based on market conditions. Additionally, a stand-alone affordable housing project subsidized by OCII is planned for Block 12. OCII intends to release a request for proposals/qualifications to select a development team to begin predevelopment planning for Block 12 that will be constructed after the Caltrain rail tunnel is extended from its current terminus at the 4<sup>th</sup> and King Street station to the Salesforce Transit Center. Since Block 12 sits atop the future rail extension's route, OCII is working with the TJPA to determine when OCII may be able to advance the Block 12 project. Still, early planning for the project is needed such that the eventual Block 12 developer can begin coordination work with the TJPA and OCII since the TJPA also needs to route critical train tunnel infrastructure through the development parcel.

In compliance with its infrastructure obligations, OCII will disburse funds in FY 2025-26 through an existing contract with San Francisco Public Works (“SFPW”) to continue managing the construction of the Block 3 Infrastructure Improvements Project. OCII will also continue dispersing funds to CMG Landscape Architecture regarding the design and permitting of the Under Ramp Park project, and to SFPW for their predevelopment services for the project. OCII will also continue our Transbay property management duties which include the supporting the interim activation of Blocks 3 and 4 on the former Temporary Transbay Terminal site and the continued funding of a maintenance contract for the Essex St. Open Space parcel.

### **Hunters Point Shipyard and Candlestick Point**

The Hunters Point Shipyard/Candlestick Point Project comprises approximately 702 acres along the southeastern waterfront of San Francisco. The San Francisco Board of Supervisors adopted the Shipyard Redevelopment Plan in 1997 and the Bayview Hunters Point Redevelopment Plan in 2006. In 2010, the Board of Supervisors amended both redevelopment plans, and the Redevelopment Agency approved a Disposition and Development Agreement that included the Candlestick Point portion of the Bayview Hunters Point Redevelopment Plan and Phase 2 of the Hunters Point Shipyard (“HPS2”). The Hunters Point Shipyard will be developed by different master developers under two separate disposition and development agreements: Lennar, which is developing Hunters Point Shipyard Phase 1, and FivePoint, which is developing Hunters Point Shipyard Phase 2/Candlestick Point. Together, the entire Hunters Point Shipyard/Candlestick Point Project will generate 12,100 units of housing (of which approximately one-third will be affordable), 337 acres of parks, approximately 6.7 million square feet of commercial space, and roughly \$86 million of community benefits such as homeowner assistance, workforce development, educational assistance, and health and wellness programming. To date, 842 units have been built at Hunters Point Shipyard Phase 1 and Candlestick Point, including the first four phases of a revitalized Alice Griffith public housing development.

In 2024, OCII amended the Bayview Hunters Point Redevelopment Plan (Reso No. 25-2024), the Hunters Point Shipyard Redevelopment Plan (Reso No. 26-2024), and the Hunters Point Shipyard Phase 2/Candlestick Point Development and Disposition Agreement (Reso No. 27-2024) in response to delays in the Department of Navy's cleanup of the Hunters Point Shipyard, shifts in the commercial real estate market due to the pandemic, and expiring time limits on the Redevelopment. The amendments provide flexibility to the Candlestick Point land use program while Shipyard cleanup continues by transferring up to 2,050,000 square feet of research and development and office space from HPS2 to Candlestick Point, and also allows entertainment and hotel uses throughout the Candlestick Point Project Area. The amendments also extended time limits for incurring debt to finance the project (2054 for Candlestick Point), receiving property tax increment and repaying debt (2069 for Candlestick Point) and increases the amount of bonded indebtedness for HPS 2/Candlestick Point to \$5.9 Billion for both project areas). HPS2 Redevelopment time and financing limits commence following the transfer of all Hunter's Point

Shipyards parcel(s) required to complete the 1st Major Phase from the Navy to FivePoint. These adjustments provide the flexibility needed to keep the redevelopment moving forward while addressing the challenges of cleanup delays and shifting market conditions.

In FY 2025-26, infrastructure planning, design, and permitting for Candlestick Point Major Phase 2 will be complete, with construction anticipated to begin in early 2026. At Hunters Point Shipyards Phase 1, OCII will focus on affordable housing, street construction and acceptance, and park management. These efforts include funding the construction of three OCII-funded affordable housing buildings—Blocks 52/54 and Block 56—which total approximately 185 units together, and working with Lennar to facilitate the City’s acceptance of streets at Hunters Point Shipyards Phase 1. Both Lennar and FivePoint have made monetary contributions by their Community Benefits Agreements. Additionally, OCII will continue to execute contracts with community partners to implement various community benefit programs, including scholarships, contractor assistance, down payment assistance, workforce development, neighborhood building, and college readiness and career development programming.

### **Year-Over-Year Comparison and Budget Summary**

As shown in Exhibit 1, the proposed FY 2025-26 budget of \$622.2 million represents a decrease of \$62.9 million from the FY 2024-25 budget of \$685.2 million. Of this amount, \$349.6 million in uses is requested budget authority and \$272.7 million is Prior Period Authority carried forward from FY 2024-25. Prior Period Authority is expenditure carried forward from prior fiscal years, including affordable housing loans awarded but not drawn down and multi-year construction budgets.

Changes to current year revenue sources compared to prior year are primarily due to a decrease in Prior Period Authority – Housing, which reflects the use of affordable housing bond proceeds from bonds issued in prior year and other fees received in prior years and a planned decrease in debt service schedule. This decrease is offset by an increase in bonds planned for issuance in FY 2025-26 to fund affordable housing projects.

Changes to current year uses compared to prior year are primarily due to a decrease in Affordable Housing Loans, Development Infrastructure, and Debt Service. These decreases are due to continued spending on affordable housing and infrastructure projects and a planned decrease in the debt service schedule.

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## Exhibit 1: Proposed FY 2025-26 Budget Compared to FY 2024-25 Budget, *Millions\**

	FY 24-25 Budget	FY 25-26 Budget	YOY Difference
<b>Sources</b>			
Property Tax Increment - TAB Debt Service	\$ 72.9	\$ 57.1	\$ (15.9)
Property Tax Increment - Mission Bay	\$ 38.9	\$ 35.7	\$ (3.3)
Property Tax Increment - HPS2/CP	\$ 1.9	\$ 1.5	\$ (0.4)
Property Tax Increment - State Owned TBY	\$ 33.2	\$ 32.0	\$ (1.2)
Property Tax Increment - Other	\$ 9.3	\$ 6.6	\$ (2.6)
Property Tax Increment - Residual	\$ 0.3	\$ 0.3	\$ -
Property Tax Increment - ACA	\$ 3.8	\$ 3.6	\$ (0.2)
<b>Subtotal Property Tax Increment</b>	<b>\$ 160.4</b>	<b>\$ 136.9</b>	<b>\$ (23.5)</b>
New Bonds - Housing	\$ -	\$ 95.8	\$ 95.8
New Bonds - Infra	\$ 64.0	\$ 37.4	\$ (26.6)
<b>Subtotal New Bonds</b>	<b>\$ 64.0</b>	<b>\$ 133.3</b>	<b>\$ 69.3</b>
Developer Payments	\$ 104.6	\$ 10.3	\$ (94.2)
<b>Subtotal Developer Payments</b>	<b>\$ 104.6</b>	<b>\$ 10.3</b>	<b>\$ (94.2)</b>
Rent & Lease Revenue	\$ 0.4	\$ 0.4	\$ -
Payments from Other Gov Entities	\$ 0.0	\$ 0.0	\$ 0.0
Special Tax	\$ 1.1	\$ 0.5	\$ (0.6)
Hotel Tax	\$ 4.7	\$ -	\$ (4.7)
<b>Subtotal Other</b>	<b>\$ 6.2</b>	<b>\$ 0.9</b>	<b>\$ (5.3)</b>
Fund Balance - Housing	\$ 23.2	\$ 42.1	\$ 18.8
Fund Balance - Non-Housing	\$ 20.8	\$ 26.0	\$ 5.2
<b>Subtotal Fund Balance</b>	<b>\$ 44.0</b>	<b>\$ 68.1</b>	<b>\$ 24.1</b>
Prior Period Authority - Housing	\$ 231.4	\$ 157.3	\$ (74.2)
Prior Period Authority - Non-Housing	\$ 74.6	\$ 115.4	\$ 40.9
<b>Subtotal Prior Period Authority</b>	<b>\$ 306.0</b>	<b>\$ 272.7</b>	<b>\$ (33.3)</b>
<b>Total Sources</b>	<b>\$ 685.2</b>	<b>\$ 622.2</b>	<b>\$ (62.9)</b>
<b>Uses</b>			
<b>Uses - Operations</b>			
Operational Salaries and Benefits	\$ 10.3	\$ 10.1	\$ (0.1)
Affordable Housing Services	\$ 1.3	\$ 1.5	\$ 0.1
Rent	\$ 0.9	\$ 0.9	\$ 0.0
Retiree Health and Pension Costs	\$ 3.9	\$ 4.2	\$ 0.3
Auditing & Accounting Services	\$ 0.3	\$ 0.2	\$ (0.1)
Legal Services	\$ 1.4	\$ 1.3	\$ (0.2)
Planning & Infrastructure Rvw	\$ 5.0	\$ 4.9	\$ (0.0)
Real Estate Development Services	\$ 0.0	\$ 0.1	\$ 0.0
Workforce Development Services	\$ 0.2	\$ 0.1	\$ (0.1)
Other Professional Services	\$ 7.9	\$ 7.4	\$ (0.5)
Grants to Community-Based Organizations	\$ 1.3	\$ 1.2	\$ (0.0)
Payments to Other Public Agencies	\$ 0.4	\$ 0.4	\$ -
Other Current Expenses	\$ 2.3	\$ 1.3	\$ (1.1)
<b>Subtotal Uses - Operations</b>	<b>\$ 35.3</b>	<b>\$ 33.6</b>	<b>\$ (1.6)</b>
<b>Uses - Non-Operations</b>			
Affordable Housing Loans	\$ 111.5	\$ 40.1	\$ (71.5)
Replacement Housing	\$ 0.7	\$ -	\$ (0.7)
Development Infrastructure	\$ 98.8	\$ 72.0	\$ (26.7)
Pass-through to TJPA	\$ 33.2	\$ 32.0	\$ (1.2)
Debt Service - OCII TAB Bonds	\$ 110.0	\$ 85.8	\$ (24.2)
Public Art	\$ 1.0	\$ 0.8	\$ (0.2)
Other Debt	\$ 4.7	\$ -	\$ (4.7)
<b>Subtotal Uses - Non-Operations</b>	<b>\$ 359.8</b>	<b>\$ 230.7</b>	<b>\$ (129.1)</b>
Prior Period Authority - Housing	\$ 231.4	\$ 253.0	\$ 21.5
Prior Period Authority - Non-Housing	\$ 58.7	\$ 104.9	\$ 46.3
<b>Subtotal Prior Period Authority</b>	<b>\$ 290.1</b>	<b>\$ 357.9</b>	<b>\$ 67.8</b>
<b>Total Uses</b>	<b>\$ 685.2</b>	<b>\$ 622.2</b>	<b>\$ (62.9)</b>
<b>Sources vs. Uses</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

*\*Dollar amounts will be slightly off due to rounding.*

As shown in Exhibit 2, in FY 2025-26 OCII proposes to expend \$504.1 million, or 81.0 percent of its budget, on direct program spending including \$293.2 million on affordable housing, \$189.5 million on infrastructure and other non-housing activities, \$20.0 million on project management and costs, and \$1.5 million on community development and workforce activities. OCII will fund these activities using primarily PPA and bonds.

**Exhibit 2: Proposed FY 2025-26 Budget Programmatic Summary, *Millions\****

	Sources	Property Tax	Developer Payments	New Bonds - Housing	New Bonds - Infra	Rent & Lease Revenue	Fund Balance	Prior Period Authority	Other	Total	Percent
<b>Uses</b>											
<b>Direct Program Spending</b>											
Affordable Housing		\$ -	\$ -	\$ 95.8	\$ -	\$ -	\$ 40.2	\$ 157.1	\$ -	\$ 293.2	47.1%
Infrastructure & Other Non-Housing		\$ 8.3	\$ 7.8	\$ -	\$ 37.4	\$ -	\$ 20.4	\$ 115.5	\$ -	\$ 189.5	30.4%
Project Mgmt & Operations		\$ 10.9	\$ 2.5	\$ -	\$ -	\$ -	\$ 6.1	\$ -	\$ 0.5	\$ 20.0	3.2%
Comm Dev & Workforce		\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1.4	\$ 0.0	\$ -	\$ 1.5	0.2%
<b>Direct Programmatic Subtotal</b>		<b>\$ 19.1</b>	<b>\$ 10.3</b>	<b>\$ 95.8</b>	<b>\$ 37.4</b>	<b>\$ -</b>	<b>\$ 68.1</b>	<b>\$ 272.7</b>	<b>\$ 0.5</b>	<b>\$ 504.1</b>	<b>81.0%</b>
<b>Indirect Program Spending</b>											
Debt		\$ 85.8	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 85.8	13.8%
TJPA Pass-through		\$ 32.0	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 32.0	5.1%
Other		\$ -	\$ -	\$ -	\$ -	\$ 0.4	\$ -	\$ -	\$ -	\$ 0.4	0.1%
<b>Indirect Programmatic SubTotal</b>		<b>\$ 117.8</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 0.4</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 118.2</b>	<b>19.0%</b>
<b>Total</b>		<b>\$ 136.9</b>	<b>\$ 10.3</b>	<b>\$ 95.8</b>	<b>\$ 37.4</b>	<b>\$ 0.4</b>	<b>\$ 68.1</b>	<b>\$ 272.7</b>	<b>\$ 0.5</b>	<b>\$ 622.2</b>	<b>100.0%</b>
		22.0%	1.7%	15.4%	6.0%	0.1%	10.9%	43.8%	0.1%	100.0%	

\*Dollar amounts will be slightly off due to rounding.

To support the delivery of these direct programmatic activities, the Proposed FY 2025-26 Budget includes funding for indirect program expenditures, such as project management and operations, debt, and Transbay Joint Powers Authority (“TJPA”) Pass-through obligation, which is a pass-through of pledged property tax to the TJPA. Exhibit 2 shows a total of \$118.2 million budgeted to these indirect programmatic expenditures, which are primarily supported through property tax.

Exhibit 3 shows the total Proposed FY 2025-26 Budget by Project Area and Cost Center. The column headers describe Operations, Debt, and OCII’s major active projects: Hunters Point Shipyard Phase 1 and Phase 2 / Candlestick Point (“Hunters Point Shipyard / Candlestick Point”) or (“HPS/CP”), Mission Bay North (“MBN”), Mission Bay South (“MBS”), and Transbay (“TBY”). Expenditures unrelated to the major active project areas, Operations, or Debt are rolled up and shown in the Other column. Exhibit 3 integrates the proposed budget for affordable housing into the appropriate project area, according to each project’s location.

### Exhibit 3: Proposed FY 2025-26 Budget by Project Area/Cost Center

	Cost center	Operations	Debt	HPS / CP	MBN	MBS	TBY	Other	Total
<b>Sources</b>									
Property Tax Increment - TAB Debt Service	\$ -	\$ 57,079,840	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 57,079,840
Property Tax Increment - Mission Bay	\$ -	\$ 28,688,644	\$ -	\$ -	\$ -	\$ 7,000,000	\$ -	\$ -	\$ 35,688,644
Property Tax Increment - HPS2/CP	\$ -	\$ -	\$ -	\$ 1,542,482	\$ -	\$ -	\$ -	\$ -	\$ 1,542,482
Property Tax Increment - State Owned TBY	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 32,000,000	\$ -	\$ 32,000,000
Property Tax Increment - Other	\$ 4,929,483	\$ -	\$ -	\$ 176,059	\$ -	\$ -	\$ 1,538,943	\$ -	\$ 6,644,485
Property Tax Increment - Residual	\$ 345,118	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 345,118
Property Tax Increment - ACA	\$ 3,617,319	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 3,617,319
New Bonds - Housing	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 95,831,519	\$ -	\$ -	\$ 95,831,519
New Bonds - Infra	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 37,447,292	\$ -	\$ 37,447,292
Developer Payments	\$ -	\$ -	\$ -	\$ 9,788,444	\$ 47,713	\$ 314,751	\$ 172,043	\$ -	\$ 10,322,951
Rent & Lease Revenue	\$ -	\$ -	\$ -	\$ 395,100	\$ -	\$ -	\$ -	\$ -	\$ 395,100
Payments from Other Gov Entities	\$ 19,807	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 19,807
Special Tax	\$ 487,353	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 487,353
Fund Balance - Housing	\$ -	\$ 172,282	\$ 10,484,851	\$ -	\$ -	\$ 15,856,182	\$ 15,419,459	\$ 150,000	\$ 42,082,773
Fund Balance - Non-Housing	\$ 1,699,778	\$ 552,506	\$ 1,493,346	\$ -	\$ 10,532,006	\$ 7,950,292	\$ 3,536,108	\$ 280,593	\$ 26,044,629
<b>Subtotal Budget Sources</b>	<b>\$ 11,098,858</b>	<b>\$ 86,493,271</b>	<b>\$ 23,880,281</b>	<b>\$ 10,579,719</b>	<b>\$ 126,952,743</b>	<b>\$ 90,113,845</b>	<b>\$ 430,593</b>	<b>\$ 349,549,311</b>	
Prior Period Authority - Housing	\$ -	\$ -	\$ 56,258,535	\$ -	\$ 3,316,521	\$ 97,683,135	\$ -	\$ -	\$ 157,258,191
Prior Period Authority - Non-Housing	\$ -	\$ -	\$ 26,920	\$ -	\$ 43,166,733	\$ 65,672,381	\$ 6,557,100	\$ -	\$ 115,423,135
<b>Subtotal Sources - Prior Period Authority</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 56,285,455</b>	<b>\$ -</b>	<b>\$ 46,483,254</b>	<b>\$ 163,355,516</b>	<b>\$ 6,557,100</b>	<b>\$ 272,681,326</b>	
<b>Total Sources</b>	<b>\$ 11,098,858</b>	<b>\$ 86,493,271</b>	<b>\$ 80,165,736</b>	<b>\$ 10,579,719</b>	<b>\$ 173,435,998</b>	<b>\$ 253,469,361</b>	<b>\$ 6,987,692</b>	<b>\$ 622,230,637</b>	
<b>Uses</b>									
<b>Uses - Operations</b>									
Allocated Staff & Operating Expenses	\$ (8,865,911)	\$ 724,787	\$ 3,133,261	\$ 106,148	\$ 2,448,080	\$ 2,173,042	\$ 280,593	\$ -	\$ (0)
Operational Salaries and Benefits	\$ 10,125,663	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 10,125,663
Affordable Housing Services	\$ 1,322,893	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 150,000	\$ -	\$ 1,472,893
Rent	\$ 908,244	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 908,244
Retiree Health and Pension Costs	\$ 4,201,139	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,201,139
Auditing & Accounting Services	\$ 215,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 215,000
Legal Services	\$ 125,000	\$ -	\$ 1,134,000	\$ -	\$ -	\$ 7,000	\$ -	\$ -	\$ 1,266,000
Planning & Infrastructure Rvw	\$ 1,000	\$ -	\$ 4,945,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,946,000
Real Estate Development Services	\$ -	\$ -	\$ 50,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 50,000
Workforce Development Services	\$ 65,600	\$ -	\$ 60,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 125,600
Other Professional Services	\$ 1,721,783	\$ -	\$ 1,407,484	\$ -	\$ 3,512,635	\$ 751,150	\$ -	\$ -	\$ 7,393,052
Grants to Community-Based Organizations	\$ -	\$ -	\$ 1,243,366	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,243,366
Payments to Other Public Agencies	\$ -	\$ -	\$ 395,100	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 395,100
Other Current Expenses	\$ 1,278,447	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,278,447
<b>Subtotal Uses - Operations</b>	<b>\$ 11,098,858</b>	<b>\$ 724,787</b>	<b>\$ 12,368,211</b>	<b>\$ 106,148</b>	<b>\$ 5,960,715</b>	<b>\$ 2,931,192</b>	<b>\$ 430,593</b>	<b>\$ 33,620,504</b>	
<b>Uses - Non-Operations</b>									
Affordable Housing Loans	\$ -	\$ -	\$ 10,030,000	\$ -	\$ 15,000,000	\$ 15,045,000	\$ -	\$ -	\$ 40,075,000
Development Infrastructure	\$ -	\$ -	\$ 1,282,090	\$ 10,473,571	\$ 52,632,732	\$ 7,644,119	\$ -	\$ -	\$ 72,032,512
Pass-through to TJPA	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 32,000,000	\$ -	\$ -	\$ 32,000,000
Debt Service - OCII TAB Bonds	\$ -	\$ 85,768,484	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 85,768,484
Public Art	\$ -	\$ -	\$ -	\$ -	\$ 833,361	\$ -	\$ -	\$ -	\$ 833,361
<b>Subtotal Uses - Non-Operations</b>	<b>\$ -</b>	<b>\$ 85,768,484</b>	<b>\$ 11,312,090</b>	<b>\$ 10,473,571</b>	<b>\$ 68,466,093</b>	<b>\$ 54,689,119</b>	<b>\$ -</b>	<b>\$ 230,709,358</b>	
Prior Period Authority - Housing	\$ -	\$ -	\$ 56,258,535	\$ -	\$ 99,009,190	\$ 97,683,135	\$ -	\$ -	\$ 252,950,860
Prior Period Authority - Non-Housing	\$ -	\$ -	\$ 226,900	\$ -	\$ -	\$ 98,165,915	\$ 6,557,100	\$ -	\$ 104,949,915
<b>Subtotal Uses - Prior Period Authority</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 56,485,435</b>	<b>\$ -</b>	<b>\$ 99,009,190</b>	<b>\$ 195,849,050</b>	<b>\$ 6,557,100</b>	<b>\$ 357,900,775</b>	
<b>Total Uses</b>	<b>\$ 11,098,858</b>	<b>\$ 86,493,271</b>	<b>\$ 80,165,736</b>	<b>\$ 10,579,719</b>	<b>\$ 173,435,998</b>	<b>\$ 253,469,361</b>	<b>\$ 6,987,692</b>	<b>\$ 622,230,637</b>	
<b>Sources vs. Uses</b>	<b>\$ (0)</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

As shown in Exhibit 3, Transbay expenditures are the largest cost center in OCII's budget, reflecting the planned expenditure on designing and constructing Under-ramp and Block 3 parks and the affordable housing loans. Mission Bay South the second largest expenditure area, primarily reflecting affordable housing loans.

### **3. Land Use and Infrastructure**

OCII's Projects are developed in accordance with land uses approved through a variety of regulatory documents including Redevelopment Plans, design and zoning control documents, as well as phased development applications ("Major Phases" or "Sub Phases"). The design and construction of infrastructure, including streets, utilities, parks and open spaces must be in compliance with applicable City laws and OCII regulatory documents. OCII staff work closely with other City agencies, developers, and a variety of professional consultants to review and ultimately approve the land uses and designs. Below is a summary of the major land use reviews OCII will undertake in FY 2025-26.

#### **FY 2025-26 Land Use Approvals and Planning**

##### Mission Bay

Mission Bay is the most mature of OCII's Projects. The major land use approvals in Mission Bay are complete, along with the majority of the infrastructure. In FY 2020-21 Alexandria Real Estate ("ARE") received entitlements to build a 170,000 square foot office and life science building at 1450 Owens and the Golden State Warriors received entitlements to develop a hotel and residential project. In FY 2024-25, ARE completed construction of their project. The Golden State Warriors continue to assess the current development environment before moving forward with their hotel project. In FY 2024-25, OCII began working with the San Francisco Arts Commission to create public art in Park P2 with the public art fees paid by various developers pursuant to the Redevelopment Plan requirements and will continue to do so in FY 2025-26. In FY 2025-26, OCII, through its master developer FOCIL-MB LLC, will construct the final stormwater pump station and a pedestrian-only publicly accessible block of Bridgeview Way in Mission Bay South and will also begin upgrades to the 5<sup>th</sup> Street and King Street intersection in Mission Bay North. It will finish construction on a 0.5 acre stormwater treatment park, P19, and, will begin construction on P2/P8, a five acre park located south of Mission Creek. Additionally, OCII will pursue potential actions for additional housing entitlement on Mission Bay South Blocks 4E and 12W and will continue to work with Gladstone Institutes on its potential expansion. Gladstone Institutes, a non-profit biomedical research organization, was Mission Bay's first biotech development and completed its 195,000 square foot building in 2004.

##### Transbay

Transbay is comparable to an infill style of development, rather than a master developed project on vacant land. As such, the existing infrastructure and streetscape network of downtown primarily support the developments in the Transbay Project. OCII will utilize an existing contract with a third-party design consultant to finalize the Construction Documents for Under-ramp Park. As this park will be owned by the Transbay Joint Powers Authority (TJPA), OCII will seek final design and, once the park is constructed, acceptance of the completed park improvements from the TJPA Board of Directors. OCII will also utilize an existing contract with SFPW to prepare the

project for construction bidding. Early this calendar year, under a separate existing contract with SFPW, OCII began construction of streetscape and utility improvements related to the Block 2 affordable housing projects and will complete certain improvements so that both Block 2 affordable housing projects can secure their occupancy permits beginning later this year. The construction of these Block 2-related infrastructure improvements will be completed in June 2026. OCII will disburse existing construction loans for Blocks 2E and 2W for a total of 335 units of affordable senior and family housing.

Hunters Point Shipyard/Candlestick Point

The Hunters Point Shipyard/Candlestick Point developments comprise two distinct projects, Hunters Point Shipyard Phase 1 and Hunters Point Shipyard Phase 2/Candlestick Point. Hunters Point Shipyard Phase 1 consists of two areas, Hilltop and Hillside. Most of the infrastructure for the Hilltop portion of Phase 1 is complete. In FY 2025-26, the Developer will continue the public acceptance process of the streets in Hilltop. The Developer will also continue to build the entire Hillside infrastructure. Development at Hunters Point Shipyard Phase 2 is delayed while the U.S. Navy concludes the environmental re-testing of several parcels. Pre-development activities will be underway in FY 2025-26 at Candlestick Point to build the backbone infrastructure to support the approximately 675 units and 1.5 million square feet of commercial space. These pre-development activities include the subdivision of the land and the approval of infrastructure permits and related legal agreements. The next phase of development is expected to break ground in Q3 of FY 2025-26.

**FY 2025-26 Infrastructure and Non-Housing Completions**

There are a number of infrastructure projects in active planning or construction. Construction of one park P19 in Mission Bay will be completed. P19 is a 0.5 acre open space parcel focused on stormwater treatment through the use of plantings and bioswales. The park is located at China Basin Street and Terry Francois Blvd, directly east of OCII’s Mission Bay South Block 9A affordable homeownership project. Exhibit 4 summarizes anticipated infrastructure project completions.

**Exhibit 4: FY 2025-26 Infrastructure & Non-Housing Project Completions**

	Mission Bay	Transbay	HPS/CP	Total
Parks and Open Space Projects	1	0	0	1

**FY 2025-26 Infrastructure Funding**

OCII anticipates expending \$189.5 million on infrastructure in FY 2025-26, using the sources shown in Exhibit 5. Of the amount shown in Exhibit 5, OCII will spend \$72.0 million on

development infrastructure reimbursements and the remainder on other various support services, including legal services, other professional services, planning and infrastructure review, services contracted in a prior year, and public art.

**Exhibit 5: FY 2025-26 Infrastructure & Non-Housing Sources by Uses, *Millions***

	<b>Bonds</b>	<b>Developer Payments</b>	<b>Property Tax</b>	<b>Fund Balance</b>	<b>Prior Period Authority</b>	<b>Total</b>
Development Infrastructure	\$6.4	\$0.0	\$8.3	\$15.0	\$42.3	<b>\$72.0</b>
Legal Services	\$0.0	\$1.1	\$0.0	\$0.0	\$0.0	<b>\$1.1</b>
Other Professional Services	\$0.0	\$1.6	\$0.0	\$3.9	\$0.1	<b>\$5.7</b>
Planning & Infrastructure Rvw	\$0.0	\$4.9	\$0.0	\$0.0	\$0.0	<b>\$4.9</b>
Prior Period Authority - Non-Housing	\$31.0	\$0.0	\$0.0	\$1.5	\$72.2	<b>\$104.7</b>
Public Art	\$0.0	\$0.0	\$0.0	\$0.0	\$0.8	<b>\$0.8</b>
Real Estate Development Services	\$0.0	\$0.0	\$0.0	\$0.1	\$0.0	<b>\$0.1</b>
Workforce Development Services	\$0.0	\$0.1	\$0.0	\$0.0	\$0.0	<b>\$0.1</b>
<b>Total</b>	<b>\$37.4</b>	<b>\$7.8</b>	<b>\$8.3</b>	<b>\$20.4</b>	<b>\$115.5</b>	<b>\$189.5</b>

## 4. Housing Obligations

One of OCII's most important missions is to ensure the completion of the affordable housing obligations throughout Mission Bay North and South, Transbay, and Hunters Point Shipyard/Candlestick Point as well as SB 593 Replacement Housing. Exhibit 6 shows OCII's total housing production obligation of 27,760 units, which represents the full build out of the Projects from inception to completion. This includes market rate units, developer funded inclusionary affordable units, and OCII funded affordable housing units and replacement housing units. By the start of FY 2025-26, OCII anticipates that a total of 9,649 housing units will be complete and occupied across the Projects.

**Exhibit 6: Total Housing Production, as of July 1, 2025**

	Total Units	Market Rate	Inclusionary Affordable	OCH Affordable*	Total Affordable	% of Total
Completed	9,649	6,558	660	2,431	3,091	35%
In Construction	335	3	0	332	332	1%
Predevelopment	2,291	1,418	147	726	873	8%
Preliminary Planning	2,229	1156	213	860	1,073	8%
Future Development	13,256	5,602	1,506	6,148	7,654	48%
<b>TOTAL</b>	<b>27,760</b>	<b>14,737</b>	<b>2,526</b>	<b>10,175</b>	<b>13,023</b>	<b>100%</b>

Of the 27,760 total housing units shown in Exhibit 6, OCII's development agreements and SB 593 Replacement Housing obligation require the agency to produce over 13,000 affordable housing units, as shown by obligation in Exhibit 7.

**Exhibit 7: OCII-Funded Retained Affordable Housing Production Obligation, by Project Area**

Project Status	Hunters Point Shipyard Phase I	Hunters Point Shipyard Phase II & Candlestick Point	Mission Bay North & South	Transbay	Replacement Housing*	Total
Completed	293	333	1,744	721	-	3,091
In Construction		-		332	-	332
Predevelopment	80	397	163		233	873
Preliminary Planning	-	386	0	373	314	1,073
Future Development	33	2,247	-	79	5,295	7,654
<b>TOTAL</b>	<b>406</b>	<b>3,363</b>	<b>1,907</b>	<b>1,505</b>	<b>5,842</b>	<b>13,023</b>
<b>% COMPLETE ALL UNITS</b>	<b>35%</b>	<b>3%</b>	<b>95%</b>	<b>67%</b>	<b>0%</b>	<b>33%</b>
* Includes manager's units						

## FY 2025-26 Housing Completions

In FY 2025-26, OCII will complete 332 OCII-funded affordable housing units. These completions are in Transbay and are comprised of one senior and one family affordable development. There are no completions scheduled in OCII-funded affordable, inclusionary affordable, or market rate units in Mission Bay North and Hunters Point Shipyard Phase 1 or 2 or Candlestick Point.

### Exhibit 8: Housing Production, FY 2025-26 Projected Completions

<i>Project</i>	<b>Transbay</b> <i>Block 2 West</i>	<b>Transbay</b> <i>Block 2 East</i>	<b>Total</b>
<b>Housing Type</b>			
OCII-Funded Affordable Units	150	182	332
<b>Total Completions</b>	<b>150</b>	<b>182</b>	<b>332</b>

## FY 2025-26 Housing Budget

Each fiscal year, OCII funds a significant amount of affordable housing in stand-alone projects which typically serve low or very-low income households (up to 60 percent or 50 percent area median income). The sources of funding for OCII's affordable housing include taxable housing bonds, pay-go tax increment, and developer fees such as job-housing linkage fees. OCII makes direct loans to affordable housing developers in the form of predevelopment and construction loans.

To fulfill its production obligation, OCII anticipates expending \$293.2 million in FY 2025-26, as shown in Exhibit 9. Of this amount, OCII will expend \$253.0 million on continued affordable housing loans, \$40.1 million on loans, and \$0.2 million on city services for housing projects.

### Exhibit 9: OCII-Funded Affordable Housing Program, FY 2025-26 Sources by Uses, *Millions*

	<b>Developer Payments</b>	<b>Fund Balance</b>	<b>Prior Period Authority</b>	<b>Total</b>
Existing Loan	\$95.8	\$0.0	\$157.1	<b>\$253.0</b>
New Loan	\$0.0	\$40.1	\$0.0	<b>\$40.1</b>
Other	\$0.0	\$0.2	\$0.0	<b>\$0.2</b>
<b>Total</b>	<b>\$95.8</b>	<b>\$40.2</b>	<b>\$157.1</b>	<b>\$293.2</b>

In FY 2025-26, OCII plans to fund up to seven loans (MBS 4E Phase 2, MBS 12W A and B, TBY 12, TBY 4W A and B, HPS 48,) and continue to manage seven loans (CP 10a, CP 11a, HPS 52/54, HPS 56, TBY 2W, TBY 2E, MBS 4E Phase 1). These loans will result in construction of housing that serves a wide variety of housing needs, including family rental units, and senior and supportive

housing units. Exhibit 10 provides a breakdown of OCII-funded affordable housing loans by housing type.

**Exhibit 10: OCII-Funded Affordable Housing Loans, *Millions***

Project	Type	Amount (\$M)	Number of Units
HPS Blocks 52/54	Gap Loans	\$33.6	112 units
HPS Block 56	Gap Loan	\$19.9	73 units
HPS Block 48*	Predevelopment Loan	\$5.0	144 units
CP Block 11a**	Predevelopment Loan	\$1.2	176 units
CP Block 10a	Predevelopment Loan-On hold	\$1.6	156 units
CPN Block 7	Predevelopment Loan	\$5.0	60 units
<b>HPS/CP Total</b>		<b>\$66.3</b>	<b>721 units</b>
TB Block 2 West	Gap Loan	\$41.3	151 units
TB Block 2 East	Gap Loan	\$56.4	184 units
TB Block 4 W-A***	Predevelopment Loan	\$5.0	200 units
TB Block 4 W-B***	Predevelopment Loan	\$5.0	125 units
TB Block 12	Predevelopment Loan	\$5.0	80 units
<b>Transbay Total</b>		<b>\$112.7</b>	<b>740 units</b>
MBS Block 4E Phase 1****	Gap Loan	\$99.3	165 units
MBS Block 4E Phase 2****	Predevelopment Loan	\$4.6	235 units
MBS Block 12W Phase 1****	Predevelopment Loan	\$5.0	157 units
MBS Block 12W Phase 2****	Predevelopment Loan	\$5.0	161 units
<b>Mission Bay Total</b>		<b>\$113.9</b>	<b>718 units</b>
<b>Total</b>		<b>\$293.0</b>	<b>2179 units</b>

\*The Hunters Point Shipyard Phase 1 DDA Housing Program designates sites for the development of OCII-sponsored affordable housing projects and establishes a maximum number of affordable units that may be funded (218). The Former Agency and OCII have developed most of the affordable units and OCII only has authorization to develop the remaining balance of 33 units. Funding for any units in excess of 33 units would be subject to City approval of replacement housing financing under Senate Bill No. 593 (2023) authority (“SB 593”).

\*\* In FY 24/25, the Master Developer finalized a revised land use plan and obtained approvals for corresponding amendments to a variety of plan documents. Based on the revised plan CPN 11A will restart predevelopment and CPN Block 7 will start predevelopment in FY 2024/25.

\*\*\* Pursuant to Resolution No. 17-2023, OCII and F4 Transbay Partners LLC entered into an option agreement for a large mixed-income development on all of Transbay Block 4 which expired in June 2024. Staff is planning to issue an RFP for one or two affordable projects on the west side of the site, FY 25/26 expenditures include predevelopment loans for this.

\*\*\*\*The Mission Bay South OPA’s Housing Program designates sites for the development of OCII-sponsored affordable housing projects and establishes a maximum number of affordable units (1,218) that may be developed. The Former Agency and OCII have developed most of the affordable units and OCII only has authorization to develop the remaining balance of 165 units. However, in furtherance of Citywide housing production goals and in acknowledgement that there may be capacity for additional affordable units on Block 4E and Block 12W, OCII may pursue increases in the allowable number of units on Block 4E and 12W, which may be subject to the consent of FOCIL-MB LLC (“Master Developer”). Funding for any units in excess of 165 units would be subject to approval from the Oversight Board, DOF, and the City pursuant to SB 593.

## **Replacement Housing**

The Community Redevelopment Law (“CRL”) required redevelopment agencies to construct affordable units whenever it destroyed or removed units that had been occupied by low- or moderate-income households. Cal. Health & Safety Code § 33413 (a). This requirement became effective January 1, 1976, and applied only to future actions of a redevelopment agency and established several standards for the type of housing developed as replacement housing.

Prior to 1976, the Former Agency had destroyed, as part of federally-funded urban renewal, 14,207 affordable units, but only produced 7,498 affordable units. In 2000, at the urging of the Former Agency and the City, the California legislature adopted Senate Bill No. 2113 (Burton) (Chapter 661 of the Statutes of 2000) authorizing the Former Agency to use tax increment financing to fund and develop affordable housing to replace those units destroyed by the Former Agency. Cal. Health & Safety Code § 33333.7. Under SB 2113, HCD certified, in 2003, “a net loss of 6,709 units the Agency must replace.”

Prior to its dissolution, the Former Agency was only able to approve and develop 867 replacement units out of the total 6,709, leaving an outstanding balance of 5,842 affordable units that needed to be replaced. Since the 2012 dissolution of the Former Agency, the City and OCII unsuccessfully sought on several occasions to establish that the Replacement Housing Obligation was required to continue after the dissolution of the Former Agency.

SB 593 authorizes OCII, with City approval, to provide funding as an enforceable obligation for the construction of 5,842 units of replacement housing. Unlike other enforceable obligations, OCII is only authorized to use property tax increment that would be available to the City after other OCII obligations are paid.

OCII initiated its Replacement Housing Program in FY 2024-25 with a modest amount of tax increment revenues for predevelopment activities. For FY 2025-26, OCII will continue its predevelopment work and seeks \$0.3 million for staffing costs to plan for replacement units. In the future, OCII will issue a replacement housing bond that will fund an approximately 235-unit affordable housing project on Mission Bay Block 4 East Phase 2, which is currently in predevelopment. The proposed FY 2025-26 Budget, however, does not include authorization of this bond financing.

SB 593 adds to existing OCII authority under Redevelopment Dissolution Law (Statutes 2015, Chapter 325, sections 9 & 27, codified at Cal. Health & Safety Code § 34177.7) to finance and develop affordable housing required under enforceable obligations previously approved by the Department of Finance, see below list:

- Mission Bay North Owner Participation Agreement
- Mission Bay South Owner Participation Agreement

- Hunters Point Shipyard Phase 1 Disposition and Development Agreement  
Candlestick Point-Hunters Point Shipyard Phase 2 Disposition and Development Agreement
- Transbay Implementation Agreement

The proposed FY 2025-26 Budget includes funding and authorization of bond financing for affordable housing projects in Mission Bay South and Transbay.

## 5. Community and Workforce Development

OCII, as the Successor Agency to the SFRA, has a long history of promoting equal opportunity in contracts for professional design and construction services and in the workforce of contractors performing work on OCII-administered contracts. OCII adopted and continues to actively implement the Equal Opportunity Programs (“EOP”) of the prior SFRA, which were incorporated into certain enforceable obligations approved by the Department of Finance. These programs are comprehensive and mirror ordinances enacted by the City, including nondiscrimination in contracts and benefits, health care accountability, minimum compensation, prevailing wage, local hiring, and small business contracting.

OCII’s EOP program applies to all OCII-administered contracts, including Development and Disposition Agreements, ground leases, and loan agreements, among others. OCII administers the EOP program on all stages of a project, from design through construction.

Since dissolution of the former SFRA in 2012, OCII has overseen the award of over \$6.2 billion in contracts with nearly \$2.0 billion or 32.3 percent credited to small business enterprises (“SBE”). Of this amount, \$1.1 billion (\$1,135,000,000) has been awarded to San Francisco-based small businesses. Minority and women-owned businesses have also participated in a significant manner with over \$1.1 billion (\$1,082,000,000) in contracts or nearly 17.7 percent of all awards, reflecting the ethnic and gender diversity of the region. As an economic driver, OCII’s SBE program has benefited over 1,187 local and small businesses since 2012. In FY 2025-26, OCII will continue to promote small business contracting and facilitate economic development.

In addition to small business contracting, OCII has a robust workforce development program to hire local residents. Since 2012, over 53,285 workers (of which 8,025 are San Francisco residents) have performed over 19.2 million construction hours on OCII-administered projects. Local residents performed over 3.8 million hours or 19.8 percent of the total, garnering \$162.9 million in wages. For FY 2025-26, OCII will continue to implement its local construction hiring program to ensure local residents have employment opportunities on OCII-administered projects.

As part of its state-approved enforceable obligations, OCII provides direct grants, funded by developers, to fund community benefits programs. In addition, OCII contracts with OEWD to support local hire efforts on OCII-administered projects. In FY 2025-26 OCII will expend a total of \$1.5 million on these Community Development and Workforce activities.

### Exhibit 11: Community Development and Workforce Sources by Uses, *Millions*

	Developer Payments	Payments from Other Government Agencies	Total
Grants to Community-Based Organizations	\$1.5	\$0.0	\$1.5
Workforce Development Services	\$0.0	\$0.1	\$0.1
<b>Total</b>	<b>\$1.5</b>	<b>\$0.1</b>	<b>\$1.5</b>

## **6. Other Significant Initiatives**

OCII plans to implement a number of significant initiatives that are critical to supporting its core mission of providing affordable housing, building infrastructure, supporting community and workforce development, and meeting dissolution obligations.

OCII continues its dissolution obligations, including implementation of the approved Long Range Property Management Plan (“LRPMP”), and disbursing remaining funds in existing agreements.

## 7. Debt

OCII's debt portfolio contains pre-Dissolution bonds issued by the former San Francisco Redevelopment Agency to fund enforceable obligations of the former Agency, bonds issued by OCII to fund affordable housing obligations and public infrastructure, and refunding bonds, issued by both the former Redevelopment Agency and OCII, to reduce debt service on outstanding debt. The outstanding principal balance on OCII's bonds is \$749.7 million as of August 31, 2024.

Of this amount, \$745.2 million is Tax Allocation Bonds (TABs) secured by property taxes generated in the redevelopment project area and \$4.5 million is Hotel Occupancy Tax Revenue Refunding Bonds secured by hotel occupancy tax revenues. The Hotel Occupancy Tax Revenue Refunding Bond will be paid off by the beginning of the FY 2025-26 Budget. This outstanding debt represents a fixed long-term liability for OCII that is reduced each year by semi-annual debt service payments of principal and interest. The annual cost of OCII's debt portfolio is demonstrated by OCII's annual debt service.

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## Exhibit 12: Outstanding Debt, as of August 31, 2024

Issue Name	Trustee	Project Area	Final Maturity Date	Original Principal	Principal Outstanding as of 8/31/24	Debt Service Due Through 8/31/25
1998 Series C Tax Allocation Revenue Refunding Bonds (San Francisco Redevelopment Projects)	BNY	RP	8/1/2024	\$12,915,026	\$-	\$-
1998 Series D Tax Allocation Revenue Refunding Bonds (San Francisco Redevelopment Projects)	BNY	GG, SOMA, YBC, WA2, HP	8/1/2024	\$21,034,002	\$-	\$-
2006 Series A Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects)	BNY	TTL, GG	8/1/2036	\$50,731,331	\$16,634,273	\$5,830,000
2007 Series A Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects)	BNY	BV, MBN, RP, SOMA, YBC	8/1/2037	\$118,285,000	\$88,600,000	\$9,289,500
2009 Series E Taxable Tax Allocation Revenue Bonds (San Francisco Redevelopment Projects)	US Bank	BV, MBS, WA2, YBC	8/1/2039	\$72,565,000	\$55,820,000	\$8,444,727
2014 Series A Tax Allocation Bonds (Mission Bay South Redevelopment Project)	US Bank	MBS	8/1/2043	\$56,245,000	\$47,605,000	\$3,500,250
2014 Series B Taxable Subordinate Tax Allocation Refunding Bonds (San Francisco Redevelopment Projects)	US Bank	All	8/1/2035	\$67,955,000	\$16,570,000	\$2,460,781
2014 Series C Subordinate Tax Allocation Refunding Bonds (San Francisco Redevelopment Projects)	US Bank	All	8/1/2029	\$75,945,000	\$1,940,000	\$447,000
2016 Series A Tax Allocation Refunding Bonds (Mission Bay North Redevelopment Project)	US Bank	MBN	8/1/2041	\$73,890,000	\$60,965,000	\$5,188,250
2016 Series B Tax Allocation Bonds (Mission Bay South Redevelopment Project)	US Bank	MBS	8/1/2043	\$45,000,000	\$36,775,000	\$3,188,750
2016 Series C Tax Allocation Refunding Bonds (Mission Bay South Redevelopment Project)	US Bank	MBS	8/1/2041	\$73,230,000	\$59,545,000	\$5,222,250
2016 Series D Subordinate Tax Allocation Bonds (Mission Bay South Redevelopment Project)	US Bank	MBS	8/1/2043	\$74,651,825	\$46,402,640	\$5,724,840
2017 Series A Taxable Third Lien Tax Allocation Bonds (Affordable Housing Projects)	US Bank	HPSCP1, HPSCP2	8/1/2044	\$89,765,000	\$24,500,000	\$4,024,355
2017 Series B Third Lien Tax Allocation Bonds (Transbay Infrastructure Projects)	US Bank	TBY	8/1/2046	\$19,850,000	\$19,850,000	\$992,500
2017 Series C Taxable Subordinate Tax Allocation Bonds (Mission Bay New Money and Refunding Housing Projects)	US Bank	MBS	8/1/2043	\$43,400,000	\$26,755,000	\$2,060,481
2017 Series D Taxable Subordinate Tax Allocation Refunding Bonds (San Francisco Redevelopment Projects)	US Bank	MBN, MBS	8/1/2041	\$116,665,000	\$45,890,000	\$5,031,644
2017 Series E Subordinate Tax Allocation Refunding Bonds (San Francisco Redevelopment Projects)	US Bank	MBN, MBS	8/1/2041	\$19,745,000	\$16,070,000	\$1,019,075
2021 Series A Taxable Third Lien Tax Allocation Bonds (Affordable Housing Projects) (Social Bonds)	US Bank	MB, TBY, HPSCP1, HPSCP2	8/1/2032	\$127,210,000	\$122,755,00	\$14,244,30
2023 Series A Tax Allocation Bond (Affordable Housing Projects)	US Bank	MB, TBY, HPSCP1, HPSCP2	8/1/2041	\$24,505,000	\$23,320,000	\$2,193,995
2023 Series B Tax Allocation Bond (Transbay Infrastructure Bond)	US Bank	TBY	8/1/2053	\$35,210,000	\$35,210,000	\$1,803,475
<b>Subtotal</b>						
<b>Former Agency Revenue Bonds</b>		YBC, Golden Gateway, Western Addition A1 &				
Hotel Occupancy Tax Revenue Refunding Bonds Series 2011	BNY		6/1/2025	\$43,780,000	\$4,455,000	\$4,677,750
<b>Subtotal</b>				<b>\$43,780,000</b>	<b>\$4,455,000</b>	<b>\$4,677,750</b>
<b>Total</b>						

Exhibit 13 shows OCII's credit ratings, which are credit agencies' assessment of the creditworthiness of the revenues supporting OCII's bonds.

### Exhibit 13: Credit Ratings

Credit	Rating	Rating Agency	Date of Last Rating
<b>Tax Allocation Bonds</b>			
RPTTF Senior/Cross Collateralized	AA	Standard & Poor's	11/18/2021
RPTTF Senior/Cross Collateralized	Aa3	Moody's	6/2/2022
RPTTF Subordinate	AA-	Standard & Poor's	9/20/2022
RPTTF Third Lien/"SB 107"	A	Standard & Poor's	8/31/2023
Mission Bay North Infrastructure	A	Standard & Poor's	4/27/2022
Mission Bay South Infrastructure	A-	Standard & Poor's	1/16/2025
Mission Bay North and South Housing	A	Standard & Poor's	4/27/2022
<b>Other</b>			
Hotel Occupancy Tax Revenue	A1	Moody's	6/2/2022
Hotel Occupancy Tax Revenue	AA	Standard & Poor's	4/7/2022

In FY 2025-26, OCII anticipates expending \$85.8 million on its debt program. The largest expenditure will be for debt service on tax allocation bonds (“TABs”), which are bonds issued against property tax revenues and are OCII’s primary debt instrument.

### Exhibit 14: FY 2025-26 Debt Program, Sources by Uses, *Millions*

	Property Tax	Other	Fund Balance	Total
Debt Service - OCII TAB Bonds	\$85.8	\$0.0	\$0.0	\$85.8
<b>Total</b>	<b>\$85.8</b>	<b>\$0.0</b>	<b>\$0.0</b>	<b>\$85.8</b>

California Redevelopment Dissolution Law imposes limitations on the debt OCII can issue. OCII issues debt to finance the construction of affordable housing or infrastructure required by specified agreements or to refund outstanding debt.

In FY 2025-26, OCII plans to issue four series of bonds: 2025C Housing, 2025D Transbay Taxable, 2025E Transbay Tax-exempt, and 2026 Mission Bay South. The 2025C Housing bond will be used to fund affordable housing loans. 2025D Transbay Taxable will fund private use portions of Under Ramp Park, and 2025E Transbay Tax-exempt will be used to fund the Under Ramp Park. The 2026 Mission Bay South bond will be used to fund developer reimbursements. The total principal amount of these four bond series is estimated at \$202.5 million.

OCII also plans to issue refunding bonds in an estimated principal amount of \$124.3 million to refund its tax-exempt series 2014A, 2016B, and 2016C bonds (the “Refunded Bonds”). The Refunded Bonds were issued to fund, or refund prior bonds that funded, infrastructure in Mission Bay South. OCII will also monitor its bond portfolio to determine if market conditions favor refunding additional bonds. As per OCII’s debt policy, refunding bonds must achieve at least three percent net present value debt service savings.

## 8. Operations Budget

In FY 2025-26 OCII will expend \$20.0 million to fund its operational costs, which is \$1.0 million less than FY 2024-25. This decrease is due to a reduction in non-labor costs based on a review of prior year expenditures, offset by the Cost of Living Adjustments and increase in OCII’s retiree health and pension expenditures.

Specifically, OCII will expend \$10.2 million on salaries and benefits, which reflects labor costs for 55 Full-Time Equivalent staff, the same number of staff as FY 2024-25. OCII will expend the remaining \$5.6 million on non-labor expenses such as services from City departments, consulting services for legal and other professional services, insurance, materials and supplies, employee training, and software licensing fees. In addition to staffing and non-labor expenses, OCII will expend \$4.2 million on its retirement obligations, which are retiree health and pension.

Exhibit 15 details the sources and uses for OCII’s operations. OCII will fund the majority of its operating costs with property tax and other funds, which includes developer fees. Bond proceeds will fund staff time on bond-related projects.

**Exhibit 15: FY 2025-26 Operations, YOY Sources by Uses, *Millions***

<b>Sources</b>	<b>FY 24-25</b>	<b>FY 25-26</b>	<b>Change</b>	<b>% Change</b>
Bond Proceeds	\$0.9	\$1.0	\$0.1	11.1%
Reserve Funds	\$1.0	\$1.2	\$0.2	20.0%
Other Funds	\$5.9	\$6.9	\$1.0	16.9%
Property Tax	\$13.2	\$10.8	(\$2.4)	-18.2%
<b>Total</b>	<b>\$21.0</b>	<b>\$20.0</b>	<b>(\$1.0)</b>	<b>-4.8%</b>
<b>Uses</b>				
Salaries and Benefits	\$10.3	\$10.2	(\$0.1)	-1.0%
Non-Labor	\$6.8	\$5.6	(\$1.2)	-17.6%
Retiree Health and Pension	\$3.9	\$4.2	\$0.3	7.7%
<b>Total</b>	<b>\$21.0</b>	<b>\$20.0</b>	<b>(\$1.0)</b>	<b>-4.8%</b>

The table below details on the non-labor uses in the FY 2025-26 budget.

**Exhibit 16: FY 2025-26 Non-Labor Uses**

Use	Amount (\$M)
Work Orders with City Departments	\$2.8
Professional Services	\$1.5
Insurance	\$0.6
Other Current Expenses	\$0.5
Software and Information Technology	\$0.1
Legal Services	\$0.1
<b>Total</b>	<b>\$5.6</b>

The operational work performed via work orders with City departments is detailed below.

**Exhibit 17: FY 2025-26 Operational Work Orders with City Departments, *Millions***

Department	Service	Amount (\$M)
Mayor's Office of Housing & Community Development (MOHCD)	Affordable Housing Services	\$1.4
Office of City Administrator (ADM)	Rent, Mail, Office of Labor Standards Enforcement	\$0.9
Controller	Accounting and Audit Services	\$0.2
Department of Technology	IT Services	\$0.2
Office of Economic and Workforce Development (OEWD)	Contract Compliance Support	\$0.1
City Attorney	Legal Services	\$0.1
Treasurer Tax Collector	Investment Management	<\$0.1
Planning Department	Planning Review	<\$0.1
<b>Total</b>		<b>\$2.8</b>

Other items of note in the non-labor budget include:

- **Affordable Housing Services:** The proposed FY 2025-26 budget includes \$1.4 million for affordable housing services provided by the Mayor's Office of Housing and Community Development.
- **Legal Services Related to OCII's General Operations:** The proposed FY 2025-26 Operations budget includes \$0.1 million for legal services. Legal costs specific to projects are embedded into the project budgets.
- **Other Professional Services:** The proposed FY 2025-26 budget includes \$1.5 million for professional services, which includes \$1.0 million for affordable housing professional services.
- **Other Current Expenses:** The proposed FY 2025-26 budget includes \$0.5 million for other current expenses:
  - \$0.2 million for facilities improvements, materials and supplies, off-site records storage, and mail and reproduction;
  - \$0.2 million for recruitment, employee training, and field expenses; and

- \$0.1 million for Commission and Oversight Board meeting expenses, including audiovisual recording of Commission meetings by SFGOV TV.

## 9. Budgeted Positions

The proposed FY 2025-26 budget contains 55 Full Time Equivalent (“FTE”s).

**Exhibit 18: FY 2025-26 Budgeted Positions**

Title	Class	Prior Year FTE	Current Year FTE	YOY Difference	Add Active/Vacant/Attritted
Accountant III	695	1	1	0	1.0 FTE Active
Accountant IV	1100	1	1	0	1.0 FTE Active
Accounting Supervisor	970	1	1	0	1.0 FTE Active
Administrative Secretary - A	810	1	1	0	1.0 FTE Active
Assistant Development Specialist-Housing	705	1	1	0	1.0 FTE Active
Associate Planner	730	1	1	0	1.0 FTE Active
Commission Secretary	995	1	1	0	1.0 FTE Active
Contract Compl. Sp. II	640	1	1	0	1.0 FTE Active
Contract Compl. Sp. III	1065	1	1	0	1.0 FTE Active
Contract Compl. Supervisor	585	1	1	0	1.0 FTE Active
Deputy Director	1060	1	1	0	1.0 FTE Active
Deputy Director	1060	1	1	0	1.0 FTE Active
Deputy General Counsel	525	1	1	0	1.0 FTE Active
Development Specialist HPS.CP	615	1	1	0	1.0 FTE Active
Development Specialist Mission Bay	615	1	1	0	1.0 FTE Active
Development Specialist-Housing	615	1	1	0	1.0 FTE Active
Development Specialist-Housing	615	1	1	0	1.0 FTE Active
Development Specialist-Transbay	615	1	1	0	1.0 FTE Active
EA to Executive Director	1000	1	1	0	1.0 FTE Active
Executive Director	500	1	1	0	1.0 FTE Active
General Counsel	520	1	1	0	1.0 FTE Active
Housing Construction Specialist	1025	1	1	0	1.0 FTE Active
Housing Program Manager	540	1	1	0	1.0 FTE Active
HPS Sr. Project Manager	550	1	1	0	1.0 FTE Active
Human Resources Manager	965	1	1	0	1.0 FTE Active
Mgmt. Assistant III-Finance	1030	0	1	1	1.0 FTE Active
Mgmt. Assistant III-Programs/Projects	1030	0	1	1	1.0 FTE Active
Principal Personnel Analyst	1110	1	1	0	1.0 FTE Active
Project Manager Mission Bay	590	1	1	0	1.0 FTE Active
Project Manager-Transbay	590	1	1	0	1.0 FTE Active
Record Specialist II - A	855	1	1	0	1.0 FTE Active
Senior Development Specialist-Housing	595	1	1	0	1.0 FTE Active
Senior Development Specialist-Housing	595	1	1	0	1.0 FTE Active
Senior Planner	655	1	1	0	1.0 FTE Active
Senior Programmer Analyst - A	720	1	1	0	1.0 FTE Active
Staff Associate V - A	930	1	1	0	1.0 FTE Active
Staff Associate VI	921	1	1	0	1.0 FTE Active
Sr. Financial Analyst	630	1	1	0	1.0 FTE Active
Development Svcs Manager	535	1	1	0	Attrition
Financial Systems Accountant	670	1	1	0	Attrition
Senior Engineer	1010	1	1	0	Attrition
Assistant Development Specialist-Mission Bay	705	1	1	0	Attrition
Senior Development Specialist Dev Services	595	1	1	0	Attrition
Senior Development Specialist-Dev Services	595	1	1	0	Attrition
Mgmt. Assistant II	1035	2	0	-2	Tx to Mgmt Assistant III
Accountant II	775	1	1	0	Vacant due to Phase of Project
Asst. Project Manager-HPS/CP	990	1	1	0	Vacant due to Phase of Project
Asst. Project Manager-HPS/CP	990	1	1	0	Vacant due to Phase of Project
Contract Compl. Sp. II	640	1	1	0	Vacant due to Phase of Project
Development Specialist HPS.CP	615	1	1	0	Vacant due to Phase of Project
Development Specialist-Dev Services	615	1	1	0	Vacant due to Phase of Project
Project Manager HPS/CP	590	1	1	0	Vacant due to Phase of Project
Senior Development Specialist-Mission Bay	595	1	1	0	Vacant due to Phase of Project
Senior Office Assistant - A	860	1	1	0	Vacant due to Phase of Project
Senior Planner	655	1	1	0	Vacant due to Phase of Project
Staff Associate II	915	1	1	0	Vacant due to Phase of Project

**RESOLUTION NO. 188-98**  
(Adopted September 17, 1998)

**CONDITIONALLY AUTHORIZING EXECUTION OF  
AN OWNER PARTICIPATION AGREEMENT AND  
RELATED DOCUMENTS BETWEEN CATELLUS  
DEVELOPMENT CORPORATION AND THE  
REDEVELOPMENT AGENCY OF THE CITY AND  
COUNTY OF SAN FRANCISCO (THE "AGENCY"),  
AND AN INTERAGENCY COOPERATION  
AGREEMENT, A TAX INCREMENT ALLOCATION  
AGREEMENT, AND RELATED DOCUMENTS  
BETWEEN THE AGENCY AND THE CITY AND COUNTY  
OF SAN FRANCISCO FOR DEVELOPMENT  
OF THE PROPOSED MISSION BAY NORTH  
REDEVELOPMENT PROJECT AREA**

**BASIS FOR RESOLUTION**

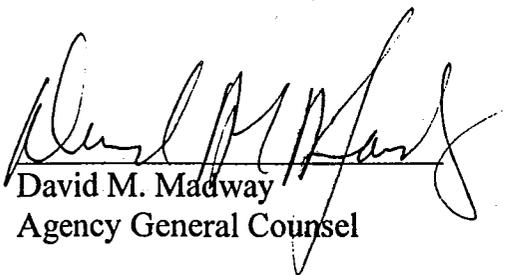
1. On September 17, 1998, the Agency approved and forwarded a proposed Redevelopment Plan for Mission Bay North (the "Plan") to the Planning Commission of the City and County of San Francisco for its recommendation and for a finding of consistency with the General Plan of the City and County of San Francisco (the "City").
2. In anticipation of the adoption of the Plan, staff of the Agency, together with staff of the City, have negotiated an Owner Participation Agreement and related documents with Catellus Development Corporation ("Catellus"). Staff of the Agency have also negotiated with staff of the City an Interagency Cooperation Agreement, a Tax Increment Allocation Agreement, and related documents between the Agency and the City.
3. Catellus owns all of the privately owned land in the proposed Mission Bay North Project Area (the "Plan Area"). Those agreements facilitate the development of the Plan Area with infrastructure, affordable and market rate housing, commercial and entertainment uses and public and private open space, all of which will contribute to remedying the blight which currently characterizes the Plan Area.
4. The Owner Participation Agreement, the Interagency Cooperation Agreement, the Tax Increment Allocation Agreement and the related documents are described in the staff memorandum, together with the attachments thereto, which accompanies this Resolution.

5. On September 17, 1998, the Commission, by Resolution No. 182-98, certified the Final Subsequent Environmental Impact Report for the proposed Mission Bay North and Mission Bay South Plans ("FSEIR") as accurate, adequate and objective and in compliance with the California Environmental Quality Act ("CEQA") and the CEQA Guidelines.
6. The Commission has reviewed and considered the information contained in the FSEIR.
7. The Commission hereby finds that the Owner Participation Agreement, the Interagency Cooperation Agreement, the Tax Increment Allocation Agreement, and the related documents are part of the Mission Bay project for purposes of compliance with CEQA.
8. By Resolution No. 183-98, the Commission adopted findings with respect to the FSEIR and, as required by CEQA, those findings are incorporated herein by this reference.

### RESOLUTION

ACCORDINGLY, IT IS HEREBY RESOLVED that, conditioned upon adoption by the Board of Supervisors of the City and County of San Francisco of the Mission Bay North Redevelopment Plan, the Redevelopment Agency of the City and County of San Francisco authorizes its Executive Director to execute the Owner Participation Agreement, the Interagency Cooperation Agreement, the Tax Increment Allocation Agreement, and the related documents, all of which have been lodged with Agency General Counsel, with such changes as do not materially increase the burdens and responsibilities of the Agency.

APPROVED AS TO FORM

  
David M. Madway  
Agency General Counsel

## CERTIFICATE OF RECORDING OFFICER

The undersigned hereby certifies that:

1. She is the duly qualified and acting Secretary of the Redevelopment Agency of the City and County of San Francisco, hereinafter called the "Local Public Agency", and the custodian of the records of the Local Public Agency including the minutes of the proceedings of the Local Public Agency, hereinafter call the "Governing Body", and is duly authorized to execute this certificate.
2. Attached hereto is a true and correct copy of Resolution Nos. 182-98 through and including 196-98, including the WHEREAS clauses (Basis for Resolution), adopted at a Special meeting of the Governing Body held on September 17, 1998.
3. Said resolutions have been duly recorded in the minutes of said meeting and are now in full force and effect.
4. Said meeting was duly convened and held in all respects in accordance with law and the bylaws of the Local Public Agency. To the extent required by law, or said bylaws, due and proper notice of said meeting was given. A legal quorum of Members of the Governing Body were present throughout said meeting and a legally sufficient number of Members of the Governing Body voted in the proper manner for the adoption of said resolutions. All other requirements and proceedings under law, said bylaws, or otherwise, incident to the proper adoption of said resolution, including any publication if required by law, have been duly fulfilled, carried out, and otherwise observed.
5. The seal that appears below constitutes the official seal of the Local Public Agency and was duly affixed by the undersigned at the time this certificate was signed.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand this 21<sup>st</sup> day of September 1998.



*D. A. Oswald*  
Agency Secretary



**RESOLUTION NO. 193-98**  
(Adopted September 17, 1998)

**CONDITIONALLY AUTHORIZING EXECUTION OF AN OWNER PARTICIPATION AGREEMENT AND RELATED DOCUMENTS BETWEEN CATELLUS DEVELOPMENT CORPORATION AND THE REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO (THE "AGENCY"), AND AN INTERAGENCY COOPERATION AGREEMENT, A TAX INCREMENT ALLOCATION AGREEMENT, AND RELATED DOCUMENTS BETWEEN THE AGENCY AND THE CITY AND COUNTY OF SAN FRANCISCO FOR DEVELOPMENT OF THE PROPOSED MISSION BAY SOUTH REDEVELOPMENT PROJECT AREA**

**BASIS FOR RESOLUTION**

1. On September 17, 1998, the Agency approved and forwarded a proposed Redevelopment Plan for Mission Bay South (the "Plan") to the Planning Commission of the City and County of San Francisco for its recommendation and for a finding of consistency with the General Plan of the City and County of San Francisco (the "City"), conditioned upon the adoption by the Board of Supervisors of the City and County of San Francisco (the "Board") of an amendment to the General Plan, and to the Board for its adoption.
2. In anticipation of the adoption of the Plan, staff of the Agency, together with staff of the City, have negotiated an Owner Participation Agreement and related documents with Catellus Development Corporation ("Catellus"). Staff of the Agency have also negotiated with staff of the City an Interagency Cooperation Agreement, a Tax Increment Allocation Agreement, and related documents between the Agency and the City.
3. Catellus owns most of the privately owned land in the proposed Mission Bay South Project Area (the "Plan Area"). Those agreements facilitate the development of the Plan Area with infrastructure, affordable and market rate housing, commercial and research and development uses, a hotel, a 43 acre campus for the University of California at San Francisco, 358,000 square feet of retail space and public and private open space, all of which will contribute to remedying the blight which currently characterizes the Plan Area.
4. The Owner Participation Agreement, the Interagency Cooperation Agreement, the Tax Increment Allocation Agreement and the related documents are described in

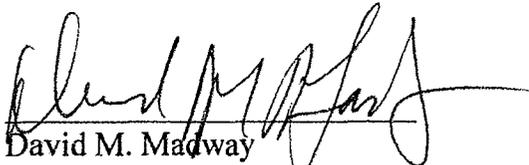
the staff memorandum, together with the attachments thereto, which accompanies this Resolution.

5. On September 17, 1998, the Commission, by Resolution No. 182-98, certified the Final Subsequent Environmental Impact Report for the proposed Mission Bay North and Mission Bay South Plans ("FSEIR") as accurate, adequate and objective and in compliance with the California Environmental Quality Act ("CEQA") and the CEQA Guidelines.
6. The Commission has reviewed and considered the information contained in the FSEIR.
7. The Commission hereby finds that the Owner Participation Agreement, the Interagency Cooperation Agreement, the Tax Increment Allocation Agreement, and the related documents are part of the Mission Bay project for purposes of compliance with CEQA.
8. By Resolution No. 183-98, the Commission adopted findings with respect to the FSEIR and, as required by CEQA, those findings are incorporated herein by this reference.

### RESOLUTION

ACCORDINGLY, IT IS HEREBY RESOLVED that, conditioned upon adoption by the Board of Supervisors of the City and County of San Francisco of the Mission Bay South Redevelopment Plan, the Redevelopment Agency of the City and County of San Francisco authorizes its Executive Director to execute the Owner Participation Agreement, the Interagency Cooperation Agreement, the Tax Increment Allocation Agreement, and the related documents, all of which have been lodged with Agency General Counsel, with such changes as do not materially increase the burdens and responsibilities of the Agency.

APPROVED AS TO FORM

  
David M. Madway  
Agency General Counsel

## CERTIFICATE OF RECORDING OFFICER

The undersigned hereby certifies that:

1. She is the duly qualified and acting Secretary of the Redevelopment Agency of the City and County of San Francisco, hereinafter called the "Local Public Agency", and the custodian of the records of the Local Public Agency including the minutes of the proceedings of the Local Public Agency, hereinafter call the "Governing Body", and is duly authorized to execute this certificate.
2. Attached hereto is a true and correct copy of Resolution Nos. 182-98 through and including 196-98, including the WHEREAS clauses (Basis for Resolution), adopted at a Special meeting of the Governing Body held on September 17, 1998.
3. Said resolutions have been duly recorded in the minutes of said meeting and are now in full force and effect.
4. Said meeting was duly convened and held in all respects in accordance with law and the bylaws of the Local Public Agency. To the extent required by law, or said bylaws, due and proper notice of said meeting was given. A legal quorum of Members of the Governing Body were present throughout said meeting and a legally sufficient number of Members of the Governing Body voted in the proper manner for the adoption of said resolutions. All other requirements and proceedings under law, said bylaws, or otherwise, incident to the proper adoption of said resolution, including any publication if required by law, have been duly fulfilled, carried out, and otherwise observed.
5. The seal that appears below constitutes the official seal of the Local Public Agency and was duly affixed by the undersigned at the time this certificate was signed.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand this 21<sup>st</sup> day of September 1998.

(SEAL)



*[Handwritten Signature]*  
Agency Secretary

## **RESOLUTION NO. 13-2005**

Adopted January 25, 2005

### **APPROVING THE TRANSBAY REDEVELOPMENT PROJECT TAX INCREMENT ALLOCATION AND SALES PROCEEDS PLEDGE AGREEMENT BETWEEN THE CITY AND COUNTY OF SAN FRANCISCO, THE AGENCY AND THE TRANSBAY JOINT POWERS AUTHORITY; TRANSBAY REDEVELOPMENT PROJECT AREA**

#### **BASIS FOR RESOLUTION**

1. The Redevelopment Agency of the City and County of San Francisco (the "Agency") has prepared a proposed Redevelopment Plan for the Transbay Redevelopment Project (the "Redevelopment Plan").
2. The proposed Redevelopment Plan would establish a redevelopment project area for an approximately 40-acre area generally bounded by Mission Street in the north, Main Street in the east, Folsom Street in the south, and Second Street in the west (the "Project Area"). The Redevelopment Plan is being proposed to: 1) redevelop over 12 acres of vacant land as high-density, transit-oriented residential projects; 2) construct approximately 3,400 housing units of which approximately 1,200 would be affordable to very low- to moderate-income households; 3) enforce Development Controls and Design Guidelines to ensure new development provides a high-quality, livable community; 4) create streetscape and public open space improvements throughout the new project area; and 5) provide funding toward the construction of a new Transbay Terminal and Caltrain Downtown Extension.
3. The Transbay Joint Powers Authority, a joint powers authority duly created and organized under California Government Code Sections 6500 et seq. (the "TJPA") intends to demolish the Transbay Terminal building and its associated ramps and construct a modern, publicly-owned, multimodal terminal on the same site with an underground train connection to existing rail lines terminating at Fourth and Townsend Streets in San Francisco (the "Transbay Terminal Project"). The Transbay Terminal Project will help to revitalize the Project Area and stimulate private investment. The Transbay Terminal Project is a public benefit and a central part of the Redevelopment Plan.
4. An important source of funding for the Transbay Terminal Project is the disposition and development of land currently owned by the State of California (the "State-Owned Parcels"). The TJPA, the City and County of San Francisco (the "City"), and the State of California entered into an agreement dated July 11, 2003 (the "Cooperative Agreement") in which the State of California agreed to transfer specified State-Owned Parcels to the City and the TJPA on the condition that all land sale and net tax increment revenue (after statutory passthroughs and

that all land sale and net tax increment revenue (after statutory passthroughs and the 20 percent affordable housing set-aside as required by the California Community Redevelopment Law) generated by the State Owned Parcels will be used for the construction of the Transbay Terminal Project.

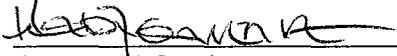
5. The Transbay Redevelopment Project Tax Increment Allocation and Sales Proceeds Pledge Agreement (the "TI and Sales Proceeds Agreement") states that all net tax increment and sales proceeds, as defined in the TI and Sales Proceeds Agreement, generated by certain parcels within the Project Area that are currently owned by the State of California, shall be pledged to the TJPA for the Transbay Terminal Project.
6. In Resolution 19-2005, considered by the Commission concurrently with this Resolution, Staff finds and recommends Commission adoption of such findings under California Health and Safety Code Section 33445 as well as a recommendation to submit such findings to the Board of Supervisor's of the City and County of San Francisco, that, as detailed in the Report on the Redevelopment Plan, incorporated herein by reference: (1) the Transbay Terminal is of benefit to the Project Area; (2) no other reasonable means of financing the construction of the Transbay Terminal is available; and (3) the use of Agency funds to construct the Transbay Terminal will assist in the elimination of blighting conditions in the Project Area, specifically, the elimination of a dilapidated terminal building which will be replaced by the Transbay Terminal Project. The Transbay Terminal Project will help to revitalize the Project Area and stimulate private investment. The Transbay Terminal Project is a public benefit and a central part of the Redevelopment Plan.
7. On April 20, 2004, the Commission, by Resolution No. 45-2004, certified the Final Environmental Impact Statement/Environmental Impact Report (the "Final EIS/EIR") for the Transbay Terminal/Caltrain Downtown Extension/Redevelopment Project as adequate, accurate, and objective and in compliance with the California Environmental Quality Act (California Public Resources Code Sections 21000 et seq.)("CEQA") and the CEQA Guidelines (14 California Code of Regulations Sections 15000 et seq.). On April 22, 2004, the other co-lead agencies on the Final EIS/EIR, the City and the Peninsula Corridor Joint Powers Board, also certified the Final EIS/EIR.
8. The Commission has reviewed and considered the information in the Final EIS/EIR.
9. The Commission hereby finds that the TI and Sales Proceeds Agreement is part of the Transbay Redevelopment Project for purposes of compliance with CEQA.
10. In Resolution No. 11-2005 the Commission adopted findings that various actions related to the Transbay Redevelopment Project Area Plan were in compliance with CEQA. Said findings are on file with the Secretary of the Agency and are

incorporated herein by reference. Said findings are in furtherance of the actions contemplated in this Resolution and are made part of this Resolution by reference herein.

## RESOLUTION

**ACCORDINGLY IT IS RESOLVED** by the Redevelopment Agency of the City and County of San Francisco that the Executive Director is authorized to execute the Transbay Redevelopment Project Tax Increment Allocation and Sales Proceeds Pledge Agreement with the City and County of San Francisco, a municipal authority acting by and through its Board of Supervisors, and the Transbay Joint Powers Authority, a joint powers authority duly created and organized under California Government Code Sections 6500 et seq., substantially in the form lodged with the Agency General Counsel.

**APPROVED AS TO FORM:**

  
James B. Morales  
Agency General Counsel



To: Angela Calvillo, Clerk of the Board of Supervisors  
From: Sophia Kittler, Mayor's Budget Director  
Date: May 30, 2025  
Re: Mayor's FY 2025-26 and FY 2026-27 Budget Submission

RECEIVED AK  
BOARD OF SUPERVISORS  
SAN FRANCISCO  
2025 MAY 30 PM04:18

Madam Clerk,

In accordance with City and County of San Francisco Charter, Article IX, Section 9.100, the Mayor's Office hereby submits the Mayor's proposed budget by May 30<sup>th</sup>, corresponding legislation, and related materials for Fiscal Year (FY) 2025-26 and FY 2026-27.

In addition to the Mayor's Proposed FY 2025-26 and FY 2026-27 Budget Book, the following items are included in the Mayor's submission:

- Proposed *Interim* Budget and Annual Appropriation Ordinance (AAO)
- Proposed *Interim* Annual Salary Ordinance (ASO)
- Proposed Budget and Annual Appropriation Ordinance (AAO)
- Proposed Annual Salary Ordinance (ASO)
- Administrative Provisions for both, but separate documents of the AAO and ASO, in tracked changes, and on pleading paper
- Proposed Budget for the Office of Community Investment and Infrastructure
- A Transfer of Function letter detailing the transfer of positions from one City department to another
- An Interim Exception letter to the ASO
- PUC Capital Amendment and Debt Authorization
- Prop J Certification Letters
- A letter addressing funding levels for consumer price index increases for nonprofit corporations or public entities for the coming two fiscal years
- 40 pieces of trailing legislation
- Memo to the Board President requesting for 30-day rule waivers on ordinances

Please note the following:

- Technical adjustments to the June 1 budget are being prepared, but are not submitted with this set of materials.

Sincerely,

A handwritten signature in green ink, appearing to read "SK", with a horizontal line extending to the right.

Sophia Kittler  
Mayor's Budget Director

cc: Members of the Board of Supervisors  
Budget & Legislative Analyst's Office  
Controller

No	DEPT	Item	Description	Type of Legislation	File #
1	ADM	Code Amendment	Amending the Administrative Code to modify the fees for the use of City Hall	Ordinance	250591
2	ADM	Code Amendment	Amending the Administrative Code to transfer responsibilities for oversight of the collection of sexual orientation and gender identity data from the City Administrator to the Human Rights Commission and removing obsolete reporting requirements	Ordinance	250593
3	ADM	Code Amendment	Amending the Administrative Code to clarify the status of the Treasure Island Development Authority ("TIDA") as a City department	Ordinance	250594
4	ADM	Continuing Prop J	Convention Facilities Management	Resolution	250615
5	ADM	Continuing Prop J	Security Services for RED Buildings	Resolution	250615
6	ADM	Continuing Prop J	Custodial Services for RED Buildings	Resolution	250615
7	ADM	Continuing Prop J	Security Guard Service at Central Shops	Resolution	250615
8	BOS	Continuing Prop J	Budget and Legislative Analyst Services	Resolution	250615
9	CON	Access Line Tax	Resolution concurring with the Controller's establishment of the Consumer Price Index for 2025, and adjusting the Access Line Tax by the same rate.	Resolution	250612
10	CON	Code Amendment	Amending the Administrative Code to eliminate the Budget Savings Incentive Fund	Ordinance	250595
11	CON	Neighborhood Beautification and Graffiti Clean-up Fund Tax	Adopting the Neighborhood Beautification and Graffiti Clean-up Fund Tax designation ceiling for tax year 2025	Ordinance	250596
12	DBI	DBI Fee Changes	Amending the Building, Subdivision, and Administrative Codes to adjust fees charged by the Department of Building Inspection and to establish Subfunds within the Building Inspection Fund; and affirming the Planning Department's determination under the California Environmental Quality Act	Ordinance	250592
13	DEC	Early Care and Education	Modifying the baseline funding requirements for early care and	Ordinance	250597

		Commercial Rents Tax Baseline	education programs in Fiscal Years (FYs) 2025-2026 and 2026-2027, to enable the City to use the interest earned from the Early Care and Education Commercial Rents Tax for those baseline programs		cont'd 250597
14	DPH	State Recurring Grants FY25-36	Authorizing the acceptance and expenditure of Recurring State grant funds by the San Francisco Department of Public Health for Fiscal Year (FY) 2025-2026	Resolution	250618
15	DPH	CCE Expansion Grant	Grant Agreement - California Department of Social Services - Community Care Expansion Program - Anticipated Revenue to the City \$9,895,834	Resolution	250619
16	DPH	Code Amendment	Various Codes - Environmental Health Permit, Fee, and Penalties Revisions	Ordinance	250606
17	DPH	HHIP Grant	Delegation of 9.118 Authority - Accept and Expend Grant - San Francisco Health Authority, a local governmental entity doing business as the San Francisco Health Plan ("Health Plan" or "SFHP") - Housing and Homelessness Incentive Program ("HHIP") Expanding San Francisco Department of Public Health Recuperative Care Community Supports - \$2,489,698.63	Resolution	250620
18	DPH	IPP Grant	Delegation of 9.118 Authority - Accept and Expend Grant - San Francisco Health Authority, a local governmental entity doing business as the San Francisco Health Plan ("Health Plan" or "SFHP") - Incentive Payment Program ("IPP") San Francisco Department of Public Health Epic Enhancement Implementation Project - \$6,000,000	Resolution	250621
19	DPH	Patient Revenues	Amending the Health Code to set patient rates for services provided by the Department of Public Health (DPH), for Fiscal Years 2025-2026 and 2026-2027; and authorizing DPH to waive or reduce fees to meet the needs of low-income patients through its	<del>Resolution</del> Ordinance	250607

			provision of charity care and other discounted <b>payment programs</b>		cont'd 250607
20	DPH	Continuing Prop J	Healthcare Security at Primary Care Clinics	Resolution	250615
21	DPW	DPW Fee Changes	Public Works, Subdivision Codes - Fee Modification and Waiver	Ordinance	250608
22	DPW	Continuing Prop J	Yard Operations and Street Tree Nursery	Resolution	250615
23	HOM	Continuing Prop J	Security Services	Resolution	250615
24	HOM	Continuing Prop J	Homelessness and Supportive Housing security services	Resolution	250615
25	HOM	Homelessness and Supportive Housing Fund	Approving the FYs 2025-2026 and 2026-2027 Expenditure Plan for the Department of Homelessness and Supportive Housing Fund	Resolution	250613
26	HOM	Our City, Our Home Homelessness Gross Receipts Tax	Funding Reallocation - Our City, Our Home Homelessness Gross Receipts Tax - Services to Address Homelessness - \$88,495,000 Plus Future Revenue Through FY 2027-28	Ordinance	250609
27	LIB	Friends of the Library A&E	Annual Accept & Expend legislation for the SFPL's Friends of the Library Fund	Resolution	250614
28	MOHCD	Continuing Prop J	Treeline Security Inc services for City-owned properties in predevelopment for affordable housing sites	Resolution	250615
29	OCII	OCII Budget Resolution	Office of Community Investment and Infrastructure, operating as Successor Agency to the San Francisco Redevelopment Agency, Fiscal Year 2025-26 Budget	Resolution	250611
30	OCII	OCII Interim Budget Resolution	Office of Community Investment and Infrastructure, operating as Successor Agency to the San Francisco Redevelopment Agency, Fiscal Year 2025-26 Interim Budget	Resolution	250610
31	PDR	Crankstart Foundation Grant A&E	Accept and Expend Grant - Retroactive - Immigration Defense Unit - Crankstart Foundation - Amendment to the Annual Salary Ordinance for FYs 2024-25 and 2025-26 - \$3,400,000	Ordinance	250598
32	POL	Code Amendment	Registration Fees and Fingerprint ID Fund	Ordinance	250599
33	PUC	Fixed Budget Amendment	Continues waiving certain small business first-year permit, license, and business registration fees	Ordinance	250602

34	REC	<b>Bobo Estate A&amp;E</b>	Accept and Expend Bequest - Estate of William Benjamin Bobo - Benches, Park Furnishings and Park Improvements Across San Francisco - \$3,600,000	Resolution	250616
35	REC	<b>Code Amendment</b>	Amending the Park Code to authorize the Recreation and Park Department to charge fees for reserving tennis/pickleball courts at locations other than the Golden Gate Park Tennis Center; and affirming the Planning Department's determination under the California Environmental Quality Act	Ordinance	250603
36	REC	<b>Authorizing Paid Parking in Golden Gate Park</b>	Authorizing the Municipal Transportation Agency (SFMTA) to set parking rates in Golden Gate Park in accordance with Park Code provisions that authorize SFMTA rate-setting on park property; and affirming the Planning Department's determination under the California Environmental Quality Act	Resolution	250617
37	REC	<b>Code Amendment</b>	PUC Cost Recovery Fee	Ordinance	250604
38	REC	<b>Code Amendment</b>	Scholarship Recovery Fee	Ordinance	250605
39	REG	<b>Continuing Prop J</b>	Assembly and mailing of vote-by-mail ballot packets	Resolution	250615
40	SHF	<b>Continuing Prop J</b>	Jail Food Service	Resolution	250615

OFFICE OF THE MAYOR  
SAN FRANCISCO



DANIEL LURIE  
MAYOR

To: Angela Calvillo, Clerk of the Board of Supervisors  
From: Sophia Kittler, Mayor's Budget Director  
Date: May 30, 2025  
Re: Office of Community Investment and Infrastructure, operating as Successor Agency to the San Francisco Redevelopment Agency, Fiscal Year 2025-26 Budget

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**Resolution approving the Fiscal Year 2025-26 Budget of the Office of Community Investment and Infrastructure operating as the Successor Agency to the San Francisco Redevelopment Agency (“OCII” or “Successor Agency”); and approving the Issuance by OCII of bonds in an aggregate principal amount not to exceed \$223,000,000 for the purpose of financing a portion of OCII’s enforceable obligations**

Should you have any questions, please email Adam Thongsavat at [adam.thongsavat@sfgov.org](mailto:adam.thongsavat@sfgov.org).